

Subcontract No.: Enter Number
Cost Code: Enter Code
Vendor No.: Enter Number

TOCCI BUILDING CORPORATION

APPLICATION FOR PAYMENT PROCEDURE SUBCONTRACT EXHIBIT F

To standardize the Application for Payment procedures for all subcontractors, the following guidelines will be used along with the forms attached hereto:

TIMING

- a) Subcontractor shall submit to Contractor its draft (pencil) monthly application for payment on the 25th day of the month unless Contractor or the Contract Documents specify otherwise. Late or incomplete applications will not be processed until the following month. The draft (pencil) monthly application for payment shall be for review only and shall not be for approval. Subcontractor shall submit to Contractor each monthly final application for payment on the 29th day of the month. Original Application for Payment plus two (2) copies must be received by Contractor no later than the 29th day of each month. Application for Payment must be in proper format for billing (form attached).
- b) Original Applications for Payment shall be sent to:

Tocci Building Corporation
660 Main Street
Woburn, MA 01801
- c) All Applications for Payment shall reference the name of the designated project accountant, the project number, and the Tocci Building Corporation Subcontractor number.
- d) All Applications for Payment shall be accompanied by an executed Subcontractor Progress Payment Certification Waiver and Release by Subcontractor and Sub-subcontractors and material suppliers to Subcontractor, in the form attached, and the Application for Payment form attached. Any Application for Payment that does not include these documents shall be null and void and payment will not be made until such waiver is furnished.
- e) Applications for Payment shall not include extra work costs unless supported by a Change Order issued by Tocci Building Corporation
- f) No payment will be made to any subcontractor until all required documents are received and approved by our accounting department, including without limitation, your original Insurance Certificate must be on file and must be current and your insurance must meet minimum requirements per your Subcontract.
- g) Transfer of Title must be attached on any stored or in-transit materials and separate insurance provided on stored or in-transit materials naming Tocci Building Corporation and Owner as "Loss Payee."
- h) Payment will be made for stored material only if the following requirements are satisfied and the Owner has agreed in advance to pay for the items in question as stored materials.
 - Payments made on account of materials not incorporated in the Work but delivered to and accepted by Contractor and suitably stored (on or off the Project site), shall be made, if at all, in accordance with the Contract Documents. Sub-subcontractor invoices itemizing respective quantities and unit costs of such stored material shall accompany all requests for payments for stored materials. At its option, Contractor may make payment for stored material by joint check to Subcontractor and the applicable Sub-subcontractor and require as a condition precedent to payment for stored materials that a bill of sale, any necessary Uniform Commercial Code documentation and/or proof of proper insurance be furnished from Subcontractor and the applicable Sub-subcontractor. Materials accepted by Contractor and stored off site other than at the Subcontractor's premises shall be: (i) stored in a bonded warehouse; (ii) fully insured; (iii) segregated from other material; and (iv) clearly marked "Property of Tocci Building Corporation."
 - Submit to the Contractor a Stored Material Request Form twenty five (25) days prior to the established

billing date.

- Provide arrangements for review of materials at the storage location including travel cost if required.
- Retainage on approved fabricated stored material (ready for installation) as required by Contract. No other offsite material will be paid for.

FINAL APPLICATION FOR PAYMENT

A Final Application for Payment must be accompanied by a Subcontractor Final Certification and Release in the form attached hereto. All closeout documentation required by Contract Documents must be provided.

NOTES

BILLINGS MAY NOT BE PROCESSED is one or more of the requirements set forth in the first, interim or final payment checklist is not met (See Attachment 1, 2 and 3 to this Exhibit).

If required by Contractor, Subcontractor's monthly estimates for payment shall be accompanied by a status report from Subcontractor, which shall include the following: (i) a submittal progress (Exhibit C); (ii) information on the status of materials and equipment that may be in the course of preparation or manufacture (if requested by Contractor, a complete up-to-date procurement schedule shall be submitted on forms acceptable to the Contractor – Exhibit C); (iii) an updated schedule and a narrative progress update on Subcontractor's Work, including a description of any Delay Event or other matter that has or may adversely impact Subcontractor's ability to perform the Work in accordance with the Subcontract and its actual or anticipated impact on the Work (Article 4); and (iv) up-to-date subcontractor change order logs. In addition, the Subcontractor shall be in compliance with the requirement for the delivery of completed "Training" and "O & M" Manuals and provide the Contractor with "As-Builts" with milestone requirements of monthly, quarterly and final submittals.

TEXTURA is a web based application for payment (monthly requisition) system will be utilized for this project. Unless otherwise directed or authorized, in writing, by Contractor, all Applications for Payment and all supporting documents (including but not limited to lien waivers, sworn statements, and the like) for Subcontractor and its sub-subcontractors and suppliers, shall be in electronic format and shall be submitted to Contractor using the Textura CPM payment management system. Subcontractor shall be responsible for the fees and costs owed associated with Subcontractor's use of the Textura CPM payment management system. Subcontractor shall include a similar provision in its sub-subcontracts and purchase orders. Fees to Subcontractors are calculated as 0.18% (18 basis points) of contract value, with a minimum fee of \$50 and a maximum fee of \$2,500. Fees to Subcontractors' sub-subcontractors and suppliers are a fixed fee of \$100 per sub-subcontractor or supplier contract.

END

FIRST PAYMENT CHECKLIST

ATTACHMENT NO. 1

SUBCONTRACTOR		INVOICE NO.		
BID PACKAGE NO.	PERIOD	00/00/0000 – 00/00/0000	PAGES	
<i>Place x in appropriate box (Yes or No) under Conforms; if not applicable type NA in Yes box.</i>			CONFORMS	
A	ADMINISTRATIVE/		Yes	No
	Performance and Payment Bonds			
	Signed Contract Returned			
	List of Key Personnel Assigned to The Project			
	Other Items or Remarks			
	1			
	2	Add rows below if needed		
	Approved by		Date	00/00/0000
B	ACCOUNTING		Yes	No
	Invoice Cover Sheet			
	Meeting with Subcontractor on Payment and Pay Application Procedures			
	Exhibit F			
	Other Items or Remarks			
	1			
	2	Add rows below if needed		
	Approved by		Date	00/00/0000
C	ENGINEERING		Yes	No
	CPM Schedule Logic Diagram			
	Material and Equipment Status Report			
	Request for Change Quotations Current			
	Submit Submittal Schedule			
	List of Proposed Subcontractors and Major Suppliers			
	Schedule of Values Submitted and Approved			
	Other Items or Remarks			
1				
2	Add rows below if needed			
Approved by		Date	00/00/0000	
D	SAFETY		Yes	No
	Hazard Communication Program Current			
	Trade Subcontractor's Safety Program			
	Tool Box Meeting Minutes Current			
	Other Items or Remarks			
	1			

TOCCI BUILDING CORPORATION

	2	Add rows below if needed			
	Approved by		Date	00/00/0000	
E	FIELD OPERATIONS			Yes	No
	Daily Activity Reports Current				
	Housekeeping Acceptable				
	As-Built Drawings Current				
	Other Items or Remarks				
	1				
	2	Add rows below if needed			
	Approved by		Date	00/00/0000	
F	QA/QC			Yes	No
	Conformance to Quality Plan				
	Other Items or Remarks				
	1				
	2	Add rows below if needed			
	Approved by		Date	00/00/0000	
G	COMPLIANCE			Yes	No
	MBE Subcontracts Awarded				
	WBE Subcontracts Awarded				
	Certified Payrolls and/or Employment Utilization Reports Current				
	Local, Minority and Female Hiring Goals Met or Exceeded				
	Apprentice Participation Goals Met or Exceeded				
	Other Items or Remarks				
	1				
2	Add rows below if needed				
	Approved by		Date	00/00/0000	
H	INSURANCE			Yes	No
	Subcontractor Insurance Certificate in Compliance				
	Tiered Subcontractor Insurance Certificate(s) in Compliance				
	Monthly Accident Summary Forms Current				
	Other Items or Remarks				
	1				
2	Add rows below if needed				
	Approved by		Date	00/00/0000	

PROGRESS PAYMENT CHECKLIST

ATTACHMENT NO. 2

SUBCONTRACTOR		INVOICE NO.				
BID PACKAGE NO.		PERIOD	00/00/0000 – 00/00/0000	PAGES		
<i>Place x in appropriate box (Yes or No) under Conforms; if not applicable type NA in Yes box.</i>					CONFORMS	
A	INSURANCE				Yes	No
	Monthly Payroll Records and Accident Summary Forms Current					
	Insurance Certificates Current					
	List of Trade Subcontractors Current					
	Other Items or Remarks					
	1					
	2	Add rows below if needed				
	Approved by				Date	00/00/0000
B	ACCOUNTING				Yes	No
	Schedules of Values and Change Order Breakdown Current					
	Exhibit F					
	Waiver of Lien					
	Stored Materials Paperwork					
	Other Items or Remarks					
	1					
	2	Add rows below if needed				
Approved by				Date	00/00/0000	
C	ENGINEERING				Yes	No
	Updated Logic Diagram					
	Request for Change Quotations Current					
	Shop Drawing Submissions Current					
	Updated Material Status Report					
	As-Built Drawings Current (Confirm with Superintendent)					
	Other Items or Remarks					
	1					
2	Add rows below if needed					
Approved by				Date	00/00/0000	
D	SAFETY				Yes	No
	Trade Subcontractor Safety Program					
	Tool Box Meeting Minutes Current					
	Reports Current					
	MSDS Current					
	Other Items or Remarks					
	1					

TOCCI BUILDING CORPORATION

	2	Add rows below if needed			
	Approved by		Date	00/00/0000	
E	FIELD OPERATIONS			Yes	No
	Daily Activity Reports Current				
	Housekeeping Acceptable				
	Submittals Current				
	Progress and Work Schedules Updates Current				
	Reviewed As-Built Drawings Current				
	Other Items or Remarks				
	1				
	2	Add rows below if needed			
	Approved by		Date	00/00/0000	
F	QA/QC			Yes	No
	Conformance to Quality Plan				
	Rolling Completion List Up to Date				
	Other Items or Remarks				
	1				
	2	Add rows below if needed			
	Approved by		Date	00/00/0000	
G	COMPLIANCE			Yes	No
	Monthly M/WBE Participation Affidavit Current				
	Certified Payrolls and/or Employment Utilization Reports Submitted				
	Local, Minority and Female Hiring Goals Met or Exceeded				
	Apprentice Participation Goals Met or Exceeded				
	Other Items or Remarks				
	1				
2	Add rows below if needed				
	Approved by		Date	00/00/0000	

FINAL PAYMENT CHECKLIST

ATTACHMENT NO. 3

SUBCONTRACTOR					INVOICE NO.				
BID PACKAGE NO.		DATE INITIATED	00/00/0000	DATE COMPLETE	00/00/0000	PAGES			
WORK DESCRIPTION									
							COMPLETE		
A	GENERAL SUPERINTENDENT EVALUATION						Yes	Date	
	Punch List Issued							00/00/0000	
	Punch List Work Complete								
	Punch List Work Accepted by Tocci & Owner								
	Final Clean-up Accepted								
	Spare Parts and Attic Stock Received and Stored								
	Trailers, Material and Equipment Removed from Site								
	Other Items or Remarks								
	1								
	2		Add rows below if needed						
	The Above Work is Complete and Accepted								
	General Superintendent						Date	00/00/0000	
	B	PROJECT MANAGER EVALUATION						Yes	Date
		All Claims and Change Estimated Settled							
All Trade Subcontract Amendment Issued and Approved									
All Submittal Requirements Complete									
As-Built Drawings Received and Accepted									
Operating and Maintenance Manuals Received									
Required Training Conducted									
Proper and Approved Warranties and Guarantees Received									
Insurance Documentation is Complete									
Commissioning Completed and Accepted by Client									
Other Items or Remarks									
1									
2		Add rows below if needed							
The Above Work is Complete and Accepted									
Project Manager						Date	00/00/0000		
C	PROJECT ACCOUNTANT EVALUATION						Yes	Date	
	Accounting Records and Application for Final Payment Correct								
	Release of Liens and General Guarantee Furnished (Exhibit 6)								
	Consent of Surety to Issue Final Payment Received								

TOCCI BUILDING CORPORATION

Certified Payroll, Employment Utilization and M/WBE Requirements Fulfilled			
State Tax Approval [check on applicable state(s)] (if required)			
Other Items or Remarks			
1			
2	Add rows below if needed		
The Above Work is Complete and Accepted			
Project Accountant		Date	00/00/0000
D	SAFETY DIRECTOR EVALUATION	Yes	Date
Remarks			
1			
2	Add rows below if needed		
The Above Work is Complete and Accepted			
Project Accountant		Date	00/00/0000
E	PROJECT EXECUTIVE EVALUATION	Yes	Date
Remarks			
1			
2	Add rows below if needed		
The Above Work is Complete and Accepted			
Project Accountant		Date	00/00/0000
F	OWNER'S PROJECT MANAGER	Yes	Date
Remarks			
1			
2	Add rows below if needed		
The Above Work is Complete and Accepted			
Owner's Project Manager		Date	00/00/0000
G	SUBCONTRACT INFORMATION		
Subcontract No.			
	Final Subcontract Amount	\$	0,000,000.00
	Amount Paid to Date	\$	
	Final Payment	\$	
	MBE \$ Amount Completed	\$	
	MBE Subcontract % Participation Goal or Requirement	%	
	MBE Subcontract % Participation Achieved	%	
	WBE \$ Amount Completed	\$	
	WBE Subcontract % Participation Goal or Requirement	%	
	WBE Subcontract % Participation Achieved	%	

