



Deval L. Patrick, Governor
Timothy P. Murray, Lt. Governor
Richard A. Davey, Secretary & CEO

massDOT
Massachusetts Department of Transportation

Notice to Proceed

September 28, 2012

Rose Fitzgerald Kennedy
Greenway Conservancy
185 Kneeland Street, 7th floor
Boston, MA 02116

Contract Number: 75603
Action Item Date: September 20, 2012
Action Item Number: #1

Dear Nancy Brennan,

Enclosed is a signed copy of your contract award with the Massachusetts Department of Transportation – Office of Transportation Planning.

This award is relative to MassDOT's legal obligation to fund the Conservancy through interest earnings accrued in the Central Artery and Statewide Road and Bridge Infrastructure Fund (TIF).

The duration of the contract shall be from October 1, 2012 to June 30, 2013 and in the amount of \$1,877,600.00.

Cordially,

Tanya M. Barros
Director of Contracts & Records

TMB/lrd

cc: Fiscal
Contracts & Records

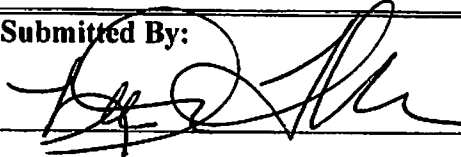


Email: LeeAnn Wilson
Clinton Bench

Massachusetts Department of Transportation - Highway Division
Agreement **Amount Range: \$500,000 and up**

Originating Office: Planning **Agreement #:** 75603
Agreement Type: Other **Project ID:** _____
Project/Location: Boston - Greenway Conservancy
Vendor/Party Name: Rose Fitzgerald Kennedy Greenway Conservancy
Vendor/Party Address: 185 Kneeland Street, 7th Floor, Boston, MA
Boston, MA 02116
Original Max. Obligation: \$1,877,600.00 **Completion Date/Duration:** 6/30/2013
NTP Date: 10.1.2012 **Federal Aid Number:** _____

Description:

MassDOT's legal obligation is to fund the Conservancy through interest earnings accrued in the Central Artery and Statewide Road and Bridge Infrastructure Fund (TIF). The TIF does not have sufficient interest earnings and balance to pay 50% of the Conservancy's projected fiscal year budget and in light of this, MassDOT is committed to a partnership with the Conservancy by meeting a portion of its budgetary needs through other funding sources. MassDOT will support its obligation to fund a portion of the approved budget through cash contributions and in-kind services for the next year as required by Section 12 of Chapter 306 of the Acts of 2008.

<p>Submitted By:  <u>Sue Bristol</u> Budget/C.E.P.O.  Director of Contracts & Records</p>	<p>Approved By: _____ Chief Engineer _____ General Counsel _____ Highway Administrator  Secretary/CEO</p>
<p><u>9/18/12</u> Date</p> <p><u>9/18/12</u> Date</p> <p><u>9/18/10</u> Date</p> <p><u>9/28/12</u> Date</p>	<p><u>N/R</u> Date</p> <p><u>NR</u> Date</p> <p><u>N/A</u> Date</p> <p><u>9/28/12</u> Date</p>

massDOT Request For Allocation of Funds Prior to Encumbrance

Massachusetts Department of Transportation

Project Number(s)

Encumbrance Document ID			
Trans	Dept	Unit	Identification Number
CT	DOT	0031	INTF00X02013A0075603

681
9/19/2012

Funding Source

Capital Tolls Capital Tolls General Federal Grant
 Operating Tolls Operating Expendable Trust

Approp No	Obj	Unit	Activity	Program	Phase	N/P	Amount Allocated
61060660	P02	0031					\$1,887,600.00
							\$1,887,600.00

Obligation By Fiscal Year for Multi-Year Contracts

	61060660	Total
2013	\$1,887,600.00	\$1,887,600.00
MMARS Total	\$1,887,600.00	\$1,887,600.00

Reason for Request:

Contract #: 75603

Cost Reduction %:

Vendor ID & Adress Code: VC0000466345 AD001

Current Year Savings:

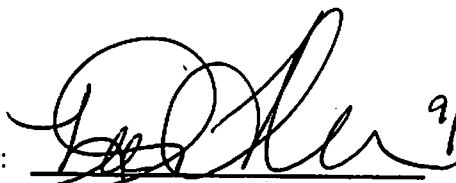
Vendor Name: ROSE FITZGERALD KENNEDY GREENWAY CONSERV

Contract Location:

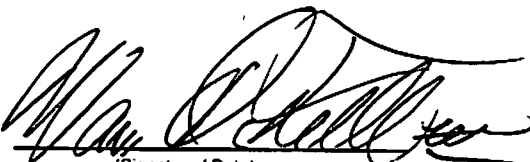
Contract Description: FY2013 Subsidy agreement for the Rose Fitzgerald Kennedy Greenway

Report Notes: 2013 Subsidy agreement for Rose Fitzgerald Kennedy

Recommended by:

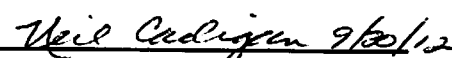
 9/19/12
(Signature / Date)

Approved by:



(Signature / Date)

Completed by the Budget Office:

Expense Budget
Entered By:

 9/20/12
(Signature / Date)

Approved by:


(Signature / Date) 9/20/12



COMMONWEALTH OF MASSACHUSETTS
SUBSIDY AGREEMENT

[This Subsidy Agreement has been issued by the Office of the Comptroller for subsidies or other legislatively authorized payments to a named Recipient under 815 CMR 2.00.]

Commonwealth Of Massachusetts - Department: Department of Transportation
Address: 10 Park Plaza, Suite 4150, Boston, MA 02116
Contact Person: Clinton Bench Telephone: (617) 973-8867
Recipient Name: Rose Fitzgerald Kennedy Greenway Conservancy
Address: 185 Kneeland Street, 7th Floor, Boston, MA
Contact Person: Ms. Nancy Brennan Telephone: (617) 292-0020
Total Amount Of Subsidy Payment(s) \$ 1,887,600
Number Of Payments To Be Made : 10 Payment(s). Attach details of multiple payment amounts, if applicable.
Amount of First Payment: \$ 471,900
Anticipated Date of First Payment: 10/1/2012 Attach schedule of additional payments, if applicable.
Termination Date Of Subsidy Agreement (Payments can not be made after the expiration date of the account funding this Subsidy Agreement.): June 30, 2013, 19__.

- 1. The Department and the Recipient understand and agree that pursuant to: [Indicate citation for Legislative Authorization for Subsidy] Ch. 306 of the Acts of 2008, the Department is legislatively authorized to initiate a payment(s) of funds to the Recipient. Payments are subject to any conditions required by law as a prerequisite to payment, including any restrictions or conditions specified by the Department in this Subsidy Agreement. Payments can not be made to the Recipient prior to the date that this Subsidy Agreement, including all relevant attachments, has been properly executed by authorized signatories of both parties in accordance with all relevant general or special laws and regulations, and filed with the Office of the Comptroller. Notwithstanding the termination date of this Subsidy Agreement, the Recipient's obligations under Sections 2. and 3. shall survive the termination of this Subsidy Agreement.
2. The Recipient agrees to expend funds provided under this Subsidy Agreement in accordance with all applicable federal and state general and special laws and regulations and any restrictions or conditions specified by the Department by attachment to this Subsidy Agreement. Any actions arising out of this Subsidy Agreement shall be governed by the laws of the Commonwealth of Massachusetts. The Recipient may not use any funds provided or paid under this Subsidy Agreement for any partisan political activity or to further the election or defeat of any candidate for public office.
3. The Recipient understands and agrees that the Department, the State Auditor and the Comptroller shall be entitled to copies of any programmatic or fiscal reports that verify compliance with, or are required as a condition to, receiving funds under this Subsidy Agreement, or that are specified by attachment to this Subsidy Agreement.

IN WITNESS WHEREOF, the Department and the Recipient have caused this Subsidy Agreement to be executed by their respective authorized officers, as of the last date specified below:

DEPARTMENT:
X: [Signature]
Signature
Richard A. Davey
Print Signatory Name
Secretary and CEO
Title
7/29/12
Date

RECIPIENT:
X: [Signature]
Signature
Nancy Brennan
Print Signatory Name
Executive Director
Title
September 14, 2012
Date



Commonwealth of Massachusetts Office of the Comptroller
Contract Commodity Encumbrance Form

Document Name		2013 SUBSIDY AGREEMENT FOR ROSE FITZGERALD KENNEDY					[847866]	
Document Description								
Document I.D.				MA Information				
Code	Dept	Unit	Document Identifier	Action	Code	Department	Identification Number	Vendor Line
CT	DOT	0031	INTF00X02013A0075603	Entry	MA			

Header / Vendor Information

Budget FY:	2013	Document Total:	\$1,887,600.00				
Fiscal Year:	2013	Vendor Name:	ROSE FITZGERALD KENNEDY GREENWAY CONSERV				
Period:	3	Vendor Address:	185 KNEELAND ST 7TH FL	City:	BOSTON	State:	MA
Board Award:	0075603	Vendor/Customer No.:	VC0000466345				
Requester ID:	dotadi	Address Code:	AD001				
Report Note:	2013 Subsidy agreement for Rose Fitzgerald Kennedy			Comment:			

Line #1- Commodity Information

Commodity Code	931516110000	List Price		Description	2013 Subsidy agreement for Rose Fitzgerald Kennedy		
Line Type	Service	Unit Price		Contract Amount	\$1,887,600.00	Commodity Ref. Line	
Quantity		Service From	10.1.2012				
Unit of Measure		Service To	06/30/2013				

Line #1- Accounting Information

Event Type	PR05	Budget FY	2013	Unit	0031	Major Program		Location	
Line Amount	\$1,887,600.00	Fiscal Year	2013	Object	P02	Program		Phase	
Dept	DOT	Period	3	Appropriation	61060660	Program Period		Activity	
Line Description	2013 Subsidy agreement for Rose Fitzgerald Kennedy			Dept Object		Function			

TO THE COMPTROLLER OF THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify under the penalties of perjury that all laws of the Commonwealth governing disbursements of public funds and the regulations thereof have been complied with and observed.

FOR FISCAL USE ONLY			
Entered By:	Date:	Verified By:	Date:
(Initial)		(Initial)	

Print Name: Lee Ann Wilson Signed: [Signature] Title: _____ Phone Ext.: _____ Date: 9/19/12
 Prepared by

Print Name: Susan Bristol Signed: [Signature] Title: Controller Phone Ext.: 7404 Date: 9/20/12
 Authorized Signatory

Massachusetts Department of Transportation Subsidy Agreement Requirements

1. Payments to the Conservancy will be made on a 1/12th basis, payable by electronic fund transfer on the 20th of each month.
2. The Conservancy is now subject to the provisions of the Massachusetts open meeting law (MGL Ch. 30A, §18-25), with a special allowance for meeting in executive session (i) as permitted by subsection (a) of Section 21 of Chapter 30A of the General Laws, or (ii) to discuss fundraising and non-governmental revenue issues and opportunities, including but not limited to fundraising prospects, fundraising or grant agreements, or fundraising strategy. The Conservancy is also now subject to the Massachusetts Attorney General's Regulations Regarding Open Meetings, covered by 94 CMR 29.00.
3. As of January 1, 2013, The Conservancy is subject to the provisions of the Massachusetts open records law, which requires compliance with clause Twenty-sixth of Section 7 of Chapter 4 and Section 10 of chapter 66 of the General Laws. Records pertaining to potential contributions and any donations received by the Conservancy from a private individual, corporation or any other private source shall be exempted from the provisions of this section.
4. Subject to reasonable restrictions and new guidelines to be developed in consultation with and with the consent of MassDOT, the Conservancy may develop programs and services designed to facilitate earned income opportunities and other strategic partnerships, including, but not limited to private receptions, concerts, and cultural exhibitions.
5. MassDOT will require a full accounting of all sources and uses of revenue received from the use of the Greenway so as to ensure compliance with 23 USC 126 and other applicable Federal and state law. In particular, MassDOT will require a full reporting on the use of MassDOT, state, and private funds used to operate the park, including the salaries of staff, payments to vendors and copies of all contractual documents for vendors, regardless of funding source.
6. The Conservancy shall continue to develop a long term financial plan that outlines how the amount of operating income derived from the state can be reduced to zero within five years. This plan will include the possibility of a Business Improvement District and will also include other options to generate revenue.
7. In fiscal year 2013, the Conservancy and MassDOT agree to share responsibility for Greenway facility maintenance and management through in-kind contributions from MassDOT in areas where MassDOT has sufficient expertise and resources. Such areas may include, but are not limited to basic horticultural maintenance, skilled trade work on built structures, and information technology.
8. Funds allocated to the Conservancy by MassDOT may only be used for horticulture and maintenance programs. Only staff assigned to and involved in the daily operations of the

NB [Signature]

horticulture and maintenance program may be supported from MassDOT funds. MassDOT funds may not be used for any other purpose.

9. Funds allocated to the maintenance and horticultural program may be used to fund personnel salaries at a level comparable to that of equivalent DCR staff. For example, state funds can only be used to fund \$69,190 of the Conservancy's Director of Operations salary of \$108,000 as \$69,190 represents the equivalent salary of a comparable DCR title. The Conservancy will be required to fund the remaining salary from non-state funds. All salaries funded from MassDOT funds shall be public record.

TBD

Chapter 306 Acts of 2008

SECTION 12. To provide for the operation, management, improvement and maintenance of the greenway and the other open space parcels, the commonwealth shall provide financial assistance to the conservancy no later than 30 days prior to the beginning of each fiscal year in an amount equal to 50 per cent of the annual budgeted costs of operating, maintaining, improving and managing the greenway and the other open space parcels, as agreed between the conservancy, the secretary of energy and environmental affairs and the secretary of transportation and public works, for the next succeeding fiscal year, provided that the total annual amount of such financial assistance shall not exceed \$5,500,000, and shall be paid annually from interest earnings on the Central Artery and Statewide Road and Bridge Infrastructure Fund, established in section 63 of chapter 10 of the General Laws. Upon dissolution of the conservancy or termination of the lease, any funds then held by the conservancy shall be paid to the commonwealth.