

AIA C195-2008 Standard Form Single Purpose Entity Agreement for Integrated Project Delivery—Suggested Revisions:

NOTE: THERE MAY BE IMPORTANT LICENSURE, REGULATORY AND BUSINESS IMPLICATIONS ASSOCIATED WITH CREATION OF THE ENTITY CONTEMPLATED BY THIS AGREEMENT FOR WHICH YOU MAY WANT TO SEEK THE ADVICE OF LEGAL COUNSEL. OUR COMMENTS BELOW DO NOT ADDRESS THOSE CONSIDERATIONS.

Defined Terms:

Article 2.13: In line 2, delete “and intangible”.

Member Agreements:

Article 6.2.1.1: In line 1, after “services” insert “in accordance with generally accepted industry standards,”.

Article 6.2.1.10: At the beginning of this provision, insert “Mutual”.

Article 6.2.1.14: In the last line, delete “alter and add to” and replace with “and use”.

Post-Target Cost Insurance:

Article 13.3.3: At the end of the provision, add “and as are reasonably commercially available.”

Excused Performance:

Article 14.2.4: In line 1, after “shall exercise” delete “all”.

Confidentiality:

Article 17.2: At the end of this provision, add “Disclosure of any information in compliance with any legal orders shall not constitute a breach of this provision.”