

**EXHIBIT JJ
SCHEDULE OF PERFORMANCE**

6/28/2011

Major Phase	Sub-Phase	Block	Parks & Open Space ^{1/}	Application Outside Date ^{2/}	Commencement Outside Date ^{2/}	Completion Outside Date ^{2/}
1				2012	2014	2025
	1-Y-A	1Y-2Y-3Y		2012	2014	2016
			YBI Hilltop Park 1		2017	2018
			YBI Hilltop Park 2		2020	2021
			YBI Open Space / HMP 1		2017	2019
	1-A	B2-B3		2012	2014	2016
			Eastside Commons 1		2017	2018
			Clipper Cove Promenade 2		2017	2018
	1-B	B1-M1		2013	2015	2017
			Building 1 Plaza		2018	2019
			Marina Plaza		2018	2019
			Clipper Cove Promenade 1		2018	2019
	1-C	C1-C2		2014	2016	2018
			Cityside Waterfront Park 1		2019	2020
			Cultural Park		2019	2020
	1-D	IC1-IC4		2015	2017	2019
			Eastside Commons 2		2020	2021
	1-E	C3		2016	2018	2020
			Cityside Waterfront Park 2		2021	2022
	1-F	E1-E2		2017	2019	2021
			Urban Farm 1		2023	2024
			Eastside Park 1		2022	2023
			Eastside Commons 3		2022	2023
	1-Y-B	4Y		2018	2020	2022
			YBI Beach Park		2023	2024
			YBI Open Space / HMP 2		2023	2025
2				2018	2020	2027
	2-A	E3-E4		2018	2020	2022
			Sailing Center Pad		2022	2022
			Eastside Park 2		2023	2024
			Eastside Commons 4		2023	2024
			Eastern Shoreline Park 1		2023	2024
			Clipper Cove Promenade 3		2023	2024
	2-B	C4		2019	2021	2023
			Cityside Waterfront Park 3		2024	2025
	2-C	E5-E6		2020	2022	2024
			Eastside Park 3		2025	2026
			Eastside Commons 5		2025	2026
			Eastern Shoreline Park 2		2025	2026
			Pier 1		2026	2027
3				2021	2023	2030
	3-A	E7-E8		2021	2023	2025
			Eastside Park 4		2026	2027
			Eastside Commons 6		2026	2027
			Eastern Shoreline Park 3		2026	2027
	3-B	C12-C13		2022	2024	2026
			Urban Farm 2		2028	2029
	3-C	IC1-IC4		2023	2025	2030
4				2024	2026	2034
	4-A	C5		2024	2026	2028
			Cityside Waterfront Park 4		2029	2030
			Sports Park		2030	2031
	4-B	C10-C11		2025	2027	2029
			Urban Farm 3		2031	2032
	4-C	C6		2026	2028	2030
			Cityside Waterfront Park 5		2031	2032
			Urban Farm 4		2032	2033
	4-D	C7-C8-C9		2027	2029	2031
			Cityside Waterfront Park 6		2032	2033
			Northern Shoreline Park / The Wilds / Environmental Center Pad		2033	2034

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Community Facility	Obligation	Building Permit	Application	Commencement	Completion
		/ Trigger ^{3/}	Outside Date ^{4/}	Outside Date ^{4/}	Outside Date ^{4/}
		A	B	C	D
Waterfront Plaza / Ferry Terminal Phase 1	Facility	100 du	+6mo	+12mo	+36mo
Retail - Interim Grocery Store (5,000 sf)	Facility	1,000 du	+6mo	+12mo	+36mo
Police / Fire Station	Facility	2,500 du	+6mo	+12mo	+24mo
Retail - Final Grocery Store (15,000sf)	Facility	5,000 du	+6mo	+12mo	+24mo
Ferry Terminal Phase 2	Facility	As mutually agreed by WETA, Developer, and TIDA, after engaging in a meet and confer process described in the MOU between TIDA and WETA.			
WWTP / Recycled Water Plant / PUC 4-6 acres	Developable Pad	See PUC / TIDA WWTP MOA for timing of pad delivery.			
Sailing Center Pad	Developable Pad	Developer shall use commercially reasonable efforts to provide the Sailing Center Pad earlier if the Authority requests it and if the Treasure Island Sailing Center provides reasonable evidence that it will be ready to proceed with construction of the Sailing Center building at that earlier date.			
Environmental Center Pad	Developable Pad	Developer shall deliver the Environmental Center Pad commensurate with improvements for The Northern Shoreline Park and The Wilds			
Pier 1 / Eastern Shoreline Park 2	Improvements	Construction of these improvements may be deferred if the area is still needed for barging operations related to importing material for the site. In no case will the Completion Outside Date for these improvements be later than the Completion Outside Date of the last Sub-Phase.			
Buses for East Bay Service	Rolling Stock	Nine (9) Buses for East Bay Bus Service. First five (5) buses at inception of service, remaining four busses no earlier than the occupancy of the 5,000th residential unit.			
On -Island Shuttle Buses	Rolling Stock	Four (4) Shuttle Buses. Up to two (2) buses will be provided when the service initially begins, but no earlier than the occupancy of the three thousandth (3000th) unit, subject to the meet and confer process described in Exhibit N, Transportation Plan Obligations. The remaining two (2) buses will be provided as needed based on service schedules.			
Bicycle Lending Library	Rolling Stock	Purchase of bicycles and equipment to establish the bicycle lending library up to a maximum expenditure of \$110,000. Must be completed no later than the occupancy of the 1,000 residential unit.			

Financial Obligation	Obligation	Mechanism
Open Space Annual O&M Subsidy	\$14.3 MM (NPV)	Max \$1.5mil first 5 yrs, \$3 mil per yr from Yr 6, subject to need per annual operating budget. See Financing Plan for amounts and schedule.
Transportation Annual Operating Subsidy	\$30 MM (NPV)	Max \$4 mil per year, subject to need per annual operating budget. See DDA for amounts and schedule.
Additional Transportation Subsidy	\$5 MM max	Five annual consecutive installments (max \$1 mil per year) after the first certificate of occupancy (whether temp or final) has been issued for the 4,000th dwelling unit on the Project Site, payable within 90 days after request of SFCTA if transit report shows residential transit mode share is 50% or less.
Transportation Capital Contributions	\$1.8 MM (NPV)	Used to purchase up to six (6) busses. Per-bus subsidy: the lesser of 20% of the cost of a Muni bus, or \$300,000.
Community Center Space(s) Subsidy	\$9.5 MM (NPV)	Space or subsidy determination made at Major Phase Approval. Max \$2.375 mil each Major Phase - subject to approved budget and program description.
Childcare Facility Subsidy	\$2.5M (NPV)	Space or funding no later than the first approved Sub-Phase within Major Phase Three or 18 months before the existing facility is no longer operational due to development activity, whichever comes first.
Affordable Housing Subsidy	\$98 MM max; \$73.5 MM baseline	\$17,500 per market rate unit at each lot sale. Trueups at 50% of TI land acreage make-up to 2,100 units and at 4,200 units land sales, credit for any payment made at 2,100 unit true-up. See Housing Plan for amounts and schedule.
School Improvement Payment	\$5 MM (NPV)	Payment due at the start of refurbishment work on the school grounds for purposes of opening a K-8 school. See DDA for amounts and schedule.
Ramps / Viaduct SFCTA Soft Cost Reimbursement	\$10 MM (NPV)	Annual schedule of payments. See TIDA / SFCTA MOA 3rd Amendment for amounts and schedule.
Import Fill	\$1 MM	Payment due upon removal from stockpile at rate of \$3.50 per CY or for any remaining in stockpile after 12/31/2015 in 3 equal annual installments. See TIDA / D.A. McCosker Agreement.

^{1/} Horizontal obligations only, no vertical improvement or rehabilitation except as defined in Open Space Plan

^{2/} All dates are subject to navy's environmental remediation efforts provided in the Navy MOA and land transfers from Navy and TIDA

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^{3/} Community Facility obligation is triggered by number of total building permits issued for residential dwelling units (shown in table above)

^{4/} Timeframes are additive: Completion Outside Date = Date of Trigger (A) + (B) + (C) + (D)