



City of Chicago



O2018-4486

Office of the City Clerk

Document Tracking Sheet

Meeting Date:	5/23/2018
Sponsor(s):	Emanuel (Mayor)
Type:	Ordinance
Title:	Sale of City-owned property at 1501 W School St to 1501 W School Acquisition LLC, an Illinois Limited Liability Company
Committee(s) Assignment:	Committee on Housing and Real Estate



OFFICE OF THE MAYOR
CITY OF CHICAGO

RAHM EMANUEL
MAYOR

May 23, 2018

TO THE HONORABLE, THE CITY COUNCIL
OF THE CITY OF CHICAGO

Ladies and Gentlemen:

At the request of the Commissioner of Planning and Development, I transmit herewith ordinances authorizing the sale of city-owned property.

Your favorable consideration of these ordinances will be appreciated.

Very truly yours,

A handwritten signature in cursive script that reads "Rahm Emanuel".

Mayor

ORDINANCE

WHEREAS, the City of Chicago (“City”) is a home rule unit of government by virtue of the provisions of the Constitution of the State of Illinois of 1970, and, as such, may exercise any power and perform any function pertaining to its government and affairs; and

WHEREAS, the City is the owner of the real property commonly known as 1501 West School Street, Chicago, Illinois, which is improved with a vacant fire house, and is legally described on Exhibit A attached hereto (the “Property”); and

WHEREAS, the City engaged the brokerage firm JLL to market the Property on the City’s behalf, and pursuant to the terms of its master consulting agreement JLL is due a two and one-half percent (2.5%) brokerage commission fee, which fee will be paid to JLL by the City; and

WHEREAS, public notice advertising the City’s intent to sell the Property appeared in the *Chicago Sun-Times*, a newspaper of general circulation, on January 11, 18 and 25, 2016, at a listing price of One Million and No/100 Dollars (\$1,000,000), which was equal to the Property’s appraised fair market value at the time; and

WHEREAS, the City received no responsive bids for the Property; and

WHEREAS, a second public notice advertising the City’s intent to sell the Property appeared in the *Chicago Sun-Times*, a newspaper of general circulation, on April 4, 13 and 27, 2016, at a listing price of One Million and No/100 Dollars (\$1,000,000), which was equal to the Property’s appraised fair market value at the time; and

WHEREAS, the sole bid was submitted by Kenmore Estates, LLC, in the amount of Eight Hundred Fifty Thousand and No/100 Dollars (\$850,000); and

WHEREAS, the proposal presented by Kenmore Estates, LLC, was withdrawn at the request of the bidder on November 2, 2017; and

WHEREAS, a third public notice advertising the City’s intent to sell the Property appeared in the *Chicago Sun-Times*, a newspaper of general circulation, on February 19, February 25 and March 5, 2018, at a listing price of Eight Hundred Fifty Thousand and No/100 Dollars (\$850,000), which is equal to the Property’s fair market value as estimated by an updated appraisal; and

WHEREAS, the City received multiple responsive bids for the Property; and

WHEREAS, the highest responsive bid for the Property was submitted by 1501 West School Acquisition, LLC, an Illinois limited liability company, with a principal business address at 1724 W. Belmont Avenue, Chicago, Illinois 60657 (“Grantee”), in the amount of Nine Hundred Thousand Dollars (\$900,000) (the “Purchase Price”), such amount being greater than the aforementioned appraised fair market value of the Property; and

WHEREAS, the City, acting by and through the Department of Planning and Development (“DPD”), desires to sell the Property to the Grantee for the Purchase Price; and

WHEREAS, it is anticipated that the Chicago Plan Commission will consider Resolution No. 18-037-21 on June 19, 2018, which requests a recommendation that the City enter into a negotiated sale with the Grantee for the purchase of the Property; and

WHEREAS, as conditions of the sale, the Grantee must commence redevelopment of the Property within one year of the conveyance of the Property to the Grantee, the Grantee must remediate any environmental contamination found on the Property to a standard acceptable to the City, and the Grantee must share with the City any profits from a sale of the Property that occurs prior to the redevelopment of the Property; *now therefore*

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF CHICAGO:

SECTION 1. The above recitals are expressly incorporated in and made part of this ordinance as though fully set forth herein.

SECTION 2. The City Council of the City hereby approves the sale of the Property to the Grantee for the amount of Nine Hundred Thousand and No/100 Dollars (\$900,000). The Mayor or his proxy is authorized to execute, and the City Clerk or Deputy City Clerk is authorized to attest, a quitclaim deed conveying the Property to the Grantee in substantially the form attached hereto as Exhibit B.

SECTION 3. The Commissioner of DPD (the “**Commissioner**”) or a designee of the Commissioner is each hereby authorized, with the approval of the City’s Corporation Counsel as to form and legality, to negotiate, execute and deliver such documents as may be necessary or appropriate to close the sale of the Property to Grantee, and to carry out and comply with the provisions of this ordinance.

SECTION 4. If any provision of this ordinance shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such provision shall not affect any of the other provisions of this ordinance.

SECTION 5. All ordinances, resolutions, motions or orders inconsistent with this ordinance are hereby repealed to the extent of such conflict.

SECTION 6. This ordinance shall take effect upon its passage and approval.

EXHIBIT A

LEGAL DESCRIPTION

(SUBJECT TO TITLE COMMITMENT AND SURVEY)

LOT 1 AND THE EAST 7.5 FEET OF LOT 2 IN KEMNITZ AND WOLFF'S SUBDIVISION OF THE SOUTHEAST ¼ OF THE SOUTHWEST ¼ OF THE SOUTHWEST ¼ OF SECTION 20, TOWNSHIP 40 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

ADDRESS: 1501 W. SCHOOL STREET
CHICAGO, ILLINOIS 60657

PIN: 14-20-324-024-0000

EXHIBIT B

DEED

(ATTACHED)

ORDINANCE

WHEREAS, the City of Chicago (“City”) is a home rule unit of government by virtue of the provisions of the Constitution of the State of Illinois of 1970, and, as such, may exercise any power and perform any function pertaining to its government and affairs; and

WHEREAS, the City is the owner of the real property commonly known as 1501 West School Street, Chicago, Illinois, which is improved with a vacant fire house, and is legally described on Exhibit A attached hereto (the “Property”); and

WHEREAS, the City engaged the brokerage firm JLL to market the Property on the City’s behalf, and pursuant to the terms of its master consulting agreement JLL is due a two and one-half percent (2.5%) brokerage commission fee, which fee will be paid to JLL by the City; and

WHEREAS, public notice advertising the City’s intent to sell the Property appeared in the *Chicago Sun-Times*, a newspaper of general circulation, on January 11, 18 and 25, 2016, at a listing price of One Million and No/100 Dollars (\$1,000,000), which was equal to the Property’s appraised fair market value at the time; and

WHEREAS, the City received no responsive bids for the Property; and

WHEREAS, a second public notice advertising the City’s intent to sell the Property appeared in the *Chicago Sun-Times*, a newspaper of general circulation, on April 4, 13 and 27, 2016, at a listing price of One Million and No/100 Dollars (\$1,000,000), which was equal to the Property’s appraised fair market value at the time; and

WHEREAS, the sole bid was submitted by Kenmore Estates, LLC, in the amount of Eight Hundred Fifty Thousand and No/100 Dollars (\$850,000); and

WHEREAS, the proposal presented by Kenmore Estates, LLC, was withdrawn at the request of the bidder on November 2, 2017; and

WHEREAS, a third public notice advertising the City’s intent to sell the Property appeared in the *Chicago Sun-Times*, a newspaper of general circulation, on February 19, February 25 and March 5, 2018, at a listing price of Eight Hundred Fifty Thousand and No/100 Dollars (\$850,000), which is equal to the Property’s fair market value as estimated by an updated appraisal; and

WHEREAS, the City received multiple responsive bids for the Property; and

WHEREAS, the highest responsive bid for the Property was submitted by 1501 West School Acquisition, LLC, an Illinois limited liability company, with a principal business address at 1724 W. Belmont Avenue, Chicago, Illinois 60657 (“Grantee”), in the amount of Nine Hundred Thousand Dollars (\$900,000) (the “Purchase Price”), such amount being greater than the aforementioned appraised fair market value of the Property; and

WHEREAS, the City, acting by and through the Department of Planning and Development (“DPD”), desires to sell the Property to the Grantee for the Purchase Price; and

WHEREAS, it is anticipated that the Chicago Plan Commission will consider Resolution No. 18-037-21 on June 19, 2018, which requests a recommendation that the City enter into a negotiated sale with the Grantee for the purchase of the Property; and

WHEREAS, as conditions of the sale, the Grantee must commence redevelopment of the Property within one year of the conveyance of the Property to the Grantee, the Grantee must remediate any environmental contamination found on the Property to a standard acceptable to the City, and the Grantee must share with the City any profits from a sale of the Property that occurs prior to the redevelopment of the Property; *now therefore*

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SECTION 1. The above recitals are expressly incorporated in and made part of this ordinance as though fully set forth herein.

SECTION 2. The City Council of the City hereby approves the sale of the Property to the Grantee for the amount of Nine Hundred Thousand and No/100 Dollars (\$900,000). The Mayor or his proxy is authorized to execute, and the City Clerk or Deputy City Clerk is authorized to attest, a quitclaim deed conveying the Property to the Grantee in substantially the form attached hereto as Exhibit B.

SECTION 3. The Commissioner of DPD (the “**Commissioner**”) or a designee of the Commissioner is each hereby authorized, with the approval of the City’s Corporation Counsel as to form and legality, to negotiate, execute and deliver such documents as may be necessary or appropriate to close the sale of the Property to Grantee, and to carry out and comply with the provisions of this ordinance.

SECTION 4. If any provision of this ordinance shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such provision shall not affect any of the other provisions of this ordinance.

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ADDRESS: 1501 W. SCHOOL STREET
CHICAGO, ILLINOIS 60657

PIN: 14-20-324-024-0000

EXHIBIT B

DEED

(ATTACHED)

QUITCLAIM DEED

(The Above Space for Recorder's Use Only)

The **CITY OF CHICAGO**, an Illinois municipal corporation and home rule unit of local government, having its principal offices at 121 North LaSalle Street, Chicago, Illinois 60602 ("Grantor"), for and in consideration of Nine Hundred Thousand Dollars (\$900,000) (the "Purchase Price"), conveys and quitclaims to 1501 West School Acquisition, LLC, an Illinois limited liability company, whose principal place of business is located at 1724 W. Belmont Street, Chicago, Illinois 60657 ("Grantee"), all interest and title of Grantor in the real property legally described and identified on Exhibit A attached hereto (the "Property"), pursuant to an ordinance adopted by the City Council on June _____, 2018, and published at pages [_____] through [_____] in the Journal of the Proceedings of the City Council of such date.

Without limiting the quitclaim nature of this deed, this conveyance is subject to: (a) the standard exceptions in an ALTA title insurance policy; (b) general real estate taxes and any special assessments or other taxes; (c) all easements, encroachments, covenants and restrictions of record and not shown of record; (d) such other title defects that may exist; and (e) any and all exceptions caused by the acts of Grantee or its agents. In addition, this conveyance is subject to the following express conditions and covenants which are a part of the consideration for the Property and which are to be taken and construed as running with the land and binding on Grantee and Grantee's successors and assigns:

FIRST. Grantee shall commence redevelopment of the shuttered, two-story, masonry-constructed firehouse on the Property (the "Former Firehouse") within one year of the date hereof, provided that the Department of Planning and Development (the "DPD"), in its sole discretion, may extend the construction commencement date.

SECOND. If Grantee sells the Property prior to the completion of the redevelopment of the Firehouse, Grantee must share with the City fifty percent (50%) of the net profits of the sale, calculated pursuant to a formula to be determined in DPD's sole discretion.

THIRD. Grantee shall not discriminate on the basis of race, color, sex, gender identity, age, religion, disability, national origin, ancestry, sexual orientation, marital status, parental status, military discharge status, or source of income in the sale, lease, rental, use or occupancy of the Property or any part thereof. This covenant shall have no limitation as to time.

FOURTH. Except for a known underground fuel storage tank on the Property and associated contaminated soils, which the City is removing, Grantee agrees that it is solely responsible for all aspects of any environmental investigation, remedial, removal or restoration work necessary to put the Property and the Former Firehouse in a suitable condition for their intended use, including, without limitation, remediation and removal of lead-based paint, polychlorinated biphenyl-containing light fixtures and asbestos-containing building materials. Without limiting the foregoing, Grantee agrees that, at the request of the City's Department of Fleet and Facilities Management ("DFFM"), it shall perform any environmental assessments, studies or tests deemed necessary by DFFM to determine whether any environmental or health risks would be associated with the redevelopment of the Property and occupancy of the Former Firehouse. DFFM shall have the right to review and approve the sufficiency of any such environmental assessments, studies and tests, and, if the results disclose the presence of contaminants exceeding residential remediation objectives, may require Grantee to enroll the Property (or the applicable portion thereof) in the Illinois Environmental Protection Agency's Site Remediation Program ("SRP") and complete the remediation of the Property in accordance with SRP requirements.

FIFTH. Grantee acknowledges and agrees that the Property is being conveyed, and Grantee accepts the Property, including the Former Firehouse, in its "as is," "where is" and "with all faults" condition without any covenant, representation or warranty, express or implied, of any kind, as to the structural, physical or environmental condition of the Property or the Firehouse or the suitability of the Property or the Firehouse for any purpose whatsoever. Grantee, on behalf of itself and its successors and assigns, shall release, relinquish and forever discharge Grantor and its officers, employees, agencies, departments and officials, from and against any and all claims, causes of action, demands, legal or administrative proceedings, losses, damages, liabilities, judgments, amounts paid in settlement, interest, fines, penalties, costs and expenses (including, without limitation, reasonable attorney's fees and expenses and court costs) based upon, arising out of or in any way connected with, directly or indirectly, the structural, physical or environmental condition of the Property or the Former Firehouse. This covenant shall have no limitation as to time.

If Grantee violates, breaches or fails to comply with any of the foregoing covenants and conditions, Grantee shall have thirty (30) days after written notice of default from Grantor to cure the default, or such longer period as shall be reasonably necessary to cure such default provided Grantee promptly commences such cure and thereafter diligently pursues such cure to completion (so long as continuation of the default does not create material risk to the Former Firehouse or to persons using the Former Firehouse or Property). If the default is not cured in the time period provided for herein, Grantor may exercise any and all rights and remedies available to it at law or in equity, including but not limited to, the right to reenter and take possession of the Property, terminate the estate conveyed to Grantee, and revest title to the Property in Grantor

(the "Right of Reverter"); provided, however, Grantor's Right of Reverter shall be limited by, and shall not defeat, render invalid, or limit in any way, the lien of any mortgage authorized by the Department. Grantee, at Grantor's request, covenants to execute and deliver to the City a reconveyance deed to the Property to further evidence such reversioning of title, and Grantee shall be responsible for all real estate taxes and assessments which accrued during the period the Property was owned by Grantee and shall cause the release of all liens and encumbrances placed on the Property (except those permitted by the Department) during the period of time the Property was owned by Grantee. Grantee shall pay Grantor's legal fees incurred in enforcing Grantee's obligations under these covenants.

[Signature Page Follows]

IN WITNESS WHEREOF, the City of Chicago has caused this instrument to be duly executed in its name and behalf and its seal to be hereunto affixed, by the Mayor and City Clerk, on or as of the ____ day of _____, 2018.

CITY OF CHICAGO,
an Illinois municipal corporation

Rahm Emanuel,
Mayor

ATTEST:

Andrea M. Valencia,
City Clerk

Approved as to form (except for legal description):

Lisa Misher,
Chief Assistant Corporation Counsel

THIS TRANSFER IS EXEMPT PURSUANT TO THE PROVISIONS OF THE REAL ESTATE TRANSFER TAX ACT, 35 ILCS 200/31-45(b); SECTION 3-33-060.B. OF THE MUNICIPAL CODE OF CHICAGO (CHICAGO REAL PROPERTY TRANSFER TAX ORDINANCE); AND SECTION 6 (B) OF THE COOK COUNTY REAL PROPERTY TAX ORDINANCE.

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, the undersigned, a Notary Public in and for said County, in the State aforesaid, do hereby certify that Edward N. Siskel, personally known to me to be the Corporation Counsel of the City of Chicago, an Illinois municipal corporation (the "City") pursuant to proxy on behalf of Rahm Emanuel, Mayor, and Andrea M. Valencia, City Clerk of the City, both personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person, and being first duly sworn by me acknowledged that as said Corporation Counsel and said City Clerk, respectively, each person signed and delivered the said instrument and caused the corporate seal of said City to be affixed thereto, pursuant to authority given by the City, as each person's free and voluntary act, and as the free and voluntary act and deed of said City, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this _____ day of _____, 2018.

NOTARY PUBLIC

THIS INSTRUMENT WAS PREPARED BY:
Lisa Misher
Department of Law, Real Estate Division
121 North LaSalle Street, Suite 600
Chicago, Illinois 60602
312-742-3932

MAIL DEED AND TAX BILLS TO:
1501 West School Acquisition, LLC
1724 W. Belmont Avenue
Chicago, Illinois 60657

SUB-EXHIBIT A

LEGAL DESCRIPTION

LOT 1 AND THE EAST 7.5 FEET OF LOT 2 IN KEMNITZ AND WOLFF'S SUBDIVISION OF THE SOUTHEAST ¼ OF THE SOUTHWEST ¼ OF THE SOUTHWEST ¼ OF SECTION 20, TOWNSHIP 40 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

ADDRESS: 1501 W. SCHOOL STREET
CHICAGO, ILLINOIS 60657

PIN: 14-20-324-024-0000

STATEMENT BY GRANTOR AND GRANTEE

The grantor or his agent affirms that, to the best of his knowledge, the name of the grantee shown on the deed or assignment of beneficial interest in a land trust is either a natural person, an Illinois corporation or foreign corporation authorized to do business or acquire and hold title to real estate in Illinois, a partnership authorized to do business or acquire and hold title to real estate in Illinois, or other entity recognized as a person and authorized to do business or acquire title to real estate under the laws of the State of Illinois.

City of Chicago,
by one of its attorneys:

Dated _____, 2018

Signature _____

Lisa Misher
Chief Assistant Corporation Counsel

Subscribed and sworn to before me
this ___ day of _____, 2018

Notary Public

The grantee or his agent affirms that the name of the grantee shown on the deed or assignment of beneficial interest in a land trust is either a natural person, an Illinois corporation or foreign corporation authorized to do business or acquire and hold title to real estate in Illinois, a partnership authorized to do business or acquire and hold title to real estate in Illinois, or other entity recognized as a person authorized to do business or acquire and hold title to real estate under the laws of the State of Illinois.

Dated _____, 2018

Signature _____

Grantee or Agent

Subscribed and sworn to before me
this ___ day of _____, 2018

Notary Public

Note: Any person who knowingly submits a false statement concerning the identity of a grantee shall be guilty of a Class C misdemeanor for the first offense and of a Class A misdemeanor for subsequent offenses.

(Attach to deed or ABI to be recorded in Cook County, Illinois if exempt under provisions of Section 4 of the Illinois Real Estate Transfer Tax Act)

CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT
AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:

1501 West School Acquisition LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. the Applicant
OR

2. a legal entity currently holding, or anticipated to hold within six months after City action on the contract, transaction or other undertaking to which this EDS pertains (referred to below as the "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal name:

OR

3. a legal entity with a direct or indirect right of control of the Applicant (see Section II(B)(1))
State the legal name of the entity in which the Disclosing Party holds a right of control:

B. Business address of the Disclosing Party: 1724 West Belmont Avenue
Chicago, Illinois 60657

C. Telephone: 312.339.9737 Fax: N/A Email:]

D. Name of contact person: BRIAN DOHMEN

E. Federal Employer Identification No. (if you have one): _____

F. Brief description of the Matter to which this EDS pertains. (Include project number and location of property, if applicable):

THE APPLICANT IS SEEKING TO PURCHASE THE PROPERTY LOCATED AT 1501 WEST SCHOOL STREET.

G. Which City agency or department is requesting this EDS? DPD

If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:

Specification # _____ and Contract # _____

SECTION II – DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

- | | |
|---|---|
| <input type="checkbox"/> Person | <input checked="" type="checkbox"/> Limited liability company |
| <input type="checkbox"/> Publicly registered business corporation | <input type="checkbox"/> Limited liability partnership |
| <input type="checkbox"/> Privately held business corporation | <input type="checkbox"/> Joint venture |
| <input type="checkbox"/> Sole proprietorship | <input type="checkbox"/> Not-for-profit corporation |
| <input type="checkbox"/> General partnership | (Is the not-for-profit corporation also a 501(c)(3))? |
| <input type="checkbox"/> Limited partnership | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| <input type="checkbox"/> Trust | <input type="checkbox"/> Other (please specify) |

2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable:

ILLINOIS

3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity?

- Yes No Organized in Illinois

B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

1. List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant.

NOTE: Each legal entity listed below must submit an EDS on its own behalf.

Name	Title
<u>BRIAN DOHMEN</u>	<u>MANAGING MEMBER</u>

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None."

NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf.

Name	Business Address	Percentage Interest in the Applicant
BRIAN DOHMEN	1724 WEST BELMONT AVENUE CHICAGO, ILLINOIS, 60657	1/6

SECTION III – INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? Yes No

Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? Yes No

If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation:

Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? Yes No

If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

SECTION IV – DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
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<u>LAW OFFICES OF SAMUEL VP BANKS</u>	<u>ATTORNEYS</u>	<u>PRO BONO</u>
<u>221 NORTH LA SALLE STREET, 38TH FLOOR</u>		<u>(DOCUMENT REVIEW +</u>
<u>CHICAGO, ILLINOIS, 60601</u>		<u>PREPARATION)</u>

(Add sheets if necessary)

Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities.

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

Yes No No person directly or indirectly owns 10% or more of the Disclosing Party.

If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?

Yes No

B. FURTHER CERTIFICATIONS

1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:

a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;

b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;

c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;

d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and

e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).

5. Certifications (5), (6) and (7) concern:

- the Disclosing Party;
- any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
- any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
 - b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
 - c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
 - d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").

None

13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.

NONE

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Party (check one)
 is is not

a "financial institution" as defined in MCC Section 2-32-455(b).

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

SECTION VI – CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.

A. CERTIFICATION REGARDING LOBBYING

1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee

of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.

4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.

5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Applicant?

Yes No

If "Yes," answer the three questions below:

1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)

Yes No

2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

Yes No Reports not required

3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

Yes No

If you checked "No" to question (1) or (2) above, please provide an explanation:

SECTION VII – FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.

B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.

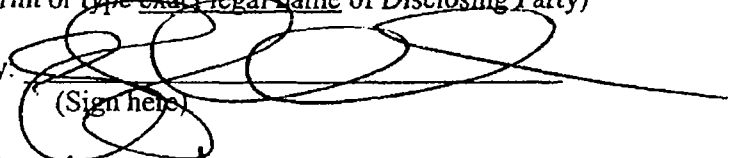
D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.

E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

1501 WEST SCHOOL ACQUISITION LLC
(Print or type exact legal name of Disclosing Party)

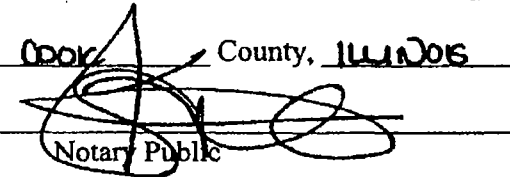
By: 
(Sign here)

BRIAN DOHMEN
(Print or type name of person signing)

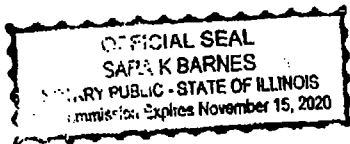
MANAGER / OWNER - APPLICANT
(Print or type title of person signing)

Signed and sworn to before me on (date) APRIL 30th, 2018

at COOK County, ILLINOIS (state).


Notary Public

Commission expires: NOVEMBER 15, 2020



**CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT
APPENDIX A**

**FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS
AND DEPARTMENT HEADS**

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

Yes

No

If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.

**CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT
APPENDIX B**

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

Yes No

2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applicant identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

Yes No The Applicant is not publicly traded on any exchange.

3. If yes to (1) or (2) above, please identify below the name of each person or legal entity identified as a building code scofflaw or problem landlord and the address of each building or buildings to which the pertinent code violations apply.
