

City of Chicago



O2017-6020

Office of the City Clerk

Document Tracking Sheet

Meeting Date: 7/26/2017

Sponsor(s): Dept./Agency

Type: Ordinance

Title:

Agreement with Concord Sheridan LP by JNB Concord Sheridan LLC for Multi-family program funds to acquire and construct building at 6438 N Sheridan Road

Committee(s) Assignment: Committee on Finance

ORDINANCE

WHEREAS, the City of Chicago (the "City"), a home rule unit of government under Section 6(a), Article VII of the 1970 Constitution of the State of Illinois, has heretofore found and does hereby find that there exists within the City a serious shortage of decent, safe and sanitary rental housing available to persons of low and moderate income; and

WHEREAS, the City has determined that the continuance of a shortage of affordable rental housing is harmful to the health, prosperity, economic stability and general welfare of the City; and

WHEREAS, the City has certain funds available from a variety of funding sources ("Multi-Family Program Funds") to make loans and grants for the development of multi-family residential housing to increase the number of families served with decent, safe, sanitary and affordable housing and to expand the long-term supply of affordable housing, and such Multi-Family Program Funds are administered by the City's Department of Planning and Development ("DPD"); and

WHEREAS, DPD has preliminarily reviewed and approved the making of a loan to Concord Sheridan LP, an Illinois limited partnership (the "Borrower") of which JNB Concord Sheridan LLC, an Illinois limited liability company, is the sole general partner, in an amount not to exceed Two Million Two Hundred Thousand and No/100 Dollars (\$2,200,000) (the "Loan"), to be funded from Multi-Family Program Funds pursuant to the terms and conditions set forth in Exhibit A attached hereto and made a part hereof; 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 a part of this ordinance as though fully set forth herein.

SECTION 2. Upon the approval and availability of the Additional Financing as shown in Exhibit A hereto, the Commissioner of DPD (the "Commissioner") and a designee of the Commissioner (collectively, the "Authorized Officer") are each hereby authorized, subject to approval by the Corporation Counsel, to enter into and execute such agreements and instruments, and perform any and all acts as shall be necessary or advisable in connection with the implementation of the Loan. The Authorized Officer is hereby authorized, subject to the approval of the Corporation Counsel, to negotiate any and all terms and provisions in connection with the Loan which do not substantially modify the terms described in Exhibit A hereto. Upon the execution and receipt of proper documentation, the Authorized Officer is hereby authorized to disburse the proceeds of the Loan to the Borrower.

SECTION 3. The Project (as described on Exhibit A hereto) shall be deemed to qualify as "Affordable Housing" for purposes of Chapter 16-18 of the Municipal Code of Chicago. Section 2-45-115 of the Municipal Code of Chicago shall not apply to the Project or the Property (as defined on Exhibit A hereto).

SECTION 4. To the extent that any ordinance, resolution, rule, order or provision of the Municipal Code of Chicago, or part thereof, is in conflict with the provisions of this ordinance, the provisions of this ordinance shall control. If any section, paragraph, clause or provision of this ordinance shall be held invalid, the invalidity of such section, paragraph, clause or provision shall not affect any of the other provisions of this ordinance.

SECTION 5. This ordinance shall be effective as of the date of its passage and approval.

EXHIBIT A

BORROWER:

Concord Sheridan LP, an Illinois limited partnership, whose sole general partner, JNB Concord Sheridan LLC, an Illinois limited liability company (the "General Partner"), is currently owned jointly by (i) JNB LIHTC Parent, LLC, a Florida limited liability company, (ii) Concord LGG LLC, an Illinois limited liability company, and (iv) Cubit Development Group LLC, an Illinois limited liability company.

PROJECT:

Acquisition and new construction of one (1) building to be located at 6438 North Sheridan Road in Chicago (the "Property") and of approximately 111 dwelling units contained therein as studio-, one- and two-bedroom units for low- and moderate-income and market-rate households.

CITY LOAN:

Source:

Multi-Family Program Funds

Amount:

Not to exceed \$2,200,000

Term: Interest: Not to exceed 42 years Zero percent per annum

Security:

Non-recourse loan; junior leasehold mortgage on the Property

ADDITIONAL FINANCING:

1. Amount:

Not to exceed \$25,000,000

Term:

Not to exceed 42 years

Source:

Citibank, N.A., or another entity acceptable to the Authorized Officer, to be funded through the issuance of multi-family

housing revenue bonds issued by an entity, other than the

City, acceptable to the Authorized Officer

Interest:

Not to exceed twelve percent per annum or such rate

acceptable to the Authorized Officer

Security:

Leasehold mortgage(s) senior to the City Loan

2. Amount:

Not to exceed \$21,000,000

Term:

Not to exceed 42 years

Source:

Chicago Housing Authority, or another entity acceptable to

the Authorized Officer

Interest:

To be determined at such rate acceptable to the Authorized

Officer

Security:

Leasehold mortgage senior to the City Loan

3. Amount:

Not to exceed \$2,300,000

Term:

Not to exceed 42 years

Source:

Illinois Housing Development Authority, or another entity

acceptable to the Authorized Officer

Interest:

Zero percent per annum

Security:

Leasehold mortgage senior to the City Loan

4. Amount: \$1,140,000 or such amount acceptable to the Authorized

Officer

Term: Not to exceed 42 years

Source: The Burton Foundation, or another entity acceptable to

the Authorized Officer

Interest: Not to exceed eight percent per annum or such rate

acceptable to the Authorized Officer

Security: Leasehold mortgage junior to the City Loan

5. Amount: Not to exceed \$2,300,000

Term: Not to exceed 42 years

Source: Concord Sheridan Developer, LLC, or another entity

acceptable to the Authorized Officer

Interest: Not to exceed four percent per annum

Security: Leasehold mortgage junior to the City Loan or unsecured

6. Amount: Not to exceed \$217,326

Term: Not to exceed 42 years, if any

Source: Illinois Department of Commerce and Economic Opportunity,

ComEd or another entity acceptable to the Authorized Officer

Interest: Zero percent per annum or as a capital contribution to

Borrower

Security: Leasehold mortgage junior to the City Loan

7. Low-Income

Housing Tax

Credit ("LIHTC")

Proceeds:

Approximately \$8,666,797

Source:

To be derived from the syndication of approximately

\$864,287 LIHTC generated by the multi-family housing

revenue bond funding

8. Amount:

\$100

Source:

General Partner





DEPARTMENT OF PLANNING AND DEVELOPMENT CITY OF CHICAGO

July 18, 2017

TO THE HONORABLE CHAIRMAN, EDWARD M. BURKE AND MEMBERS OF THE COMMITTEE ON FINANCE OF THE CITY COUNCIL

Ladies and Gentlemen:

I transmit herewith an ordinance providing a multi-family loan to Concord Sheridan LP.

Your favorable consideration of this ordinance will be appreciated.

Very truly yours,

David L. Reifman Commissioner



CHICAGO July 26, 2017

To the President and Members of the City Council:

Your Committee on Finance having had under consideration an ordinance concerning the authority to enter into and execute a Loan Agreement with Concord Sheridan Limited Partnership.

Direct Introduction

Amount of Loan Not to exceed \$2,200,000

Having had the same under advisement, begs leave to report and recommend that your Honorable Body pass the proposed Ordinance Transmitted Herewith

This recommendation was concurred in by _______ (a viva voce vote of members of the committee with ______ dissenting vote(s).

Respectfully submitted

Chairman

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I - GENERAL INFORMATION

| A. Legal name of the Disclosing Party submitt | ing this EDS. Include d/b/a/ if applicable: |
|--|---|
| Concord Sheridan LP | · |
| Check ONE of the following three boxes: | • |
| the contract, transaction or other undertaking to "Matter"), a direct or indirect interest in excess name: OR | nticipated to hold within six months after City action or which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal |
| 3. [] a legal entity with a direct or indirect State the legal name of the entity in which the I | |
| | 140 South Dearborn, Suite 1500A |
| • | Chicago, IL 60603 |
| C. Telephone: 563-505-5611 Fax: N | /A Email: jim@jnbice.com |
| D. Name of contact person: Jim Bergman | |
| E. Federal Employer Identification No. (if you | have one): |
| F. Brief description of the Matter to which this property, if applicable): | EDS pertains. (Include project number and location of |
| Loan on property from HOME funds to fund 111-unit m | nixed-income residential project at 6438 North Sheridan Road |
| G. Which City agency or department is request | |
| If the Matter is a contract being handled by the complete the following: | City's Department of Procurement Services, please |
| Specification # | and Contract # |
| Ver.2017-1 Pag | gc 1 of 14 |

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

| A. NATURE OF THE DISCLOSING PARTY | (|
|--|---|
| Indicate the nature of the Disclosing Part [] Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust | rty: [] Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify) |
| 2. For legal entities, the state (or foreign countillinois | try) of incorporation or organization, if applicable: |
| 3. For legal entities not organized in the State business in the State of Illinois as a foreign ent | of Illinois: Has the organization registered to do ity? |
| [] Yes [] No | [] Organized in Illinois |
| B. IF THE DISCLOSING PARTY IS A LEGA | AL ENTITY: |
| the entity; (ii) for not-for-profit corporations are no such members, write "no members whic similar entities, the trustee, executor, administ limited partnerships, limited liability compa | plicable, of: (i) all executive officers and all directors of all members, if any, which are legal entities (if there the are legal entities"); (iii) for trusts, estates or other trator, or similarly situated party; (iv) for general or inies, limited liability partnerships or joint ventures, ger or any other person or legal entity that directly or of the Applicant. |
| NOTE: Each legal entity listed below must sub | omit an EDS on its own behalf. |
| Name JNB Concord Sheridan LLC | Title General Partner |
| | |
| indirect, current or prospective (i.e. within 6 moownership) in excess of 7.5% of the Applicant. | oncerning each person or legal entity having a direct or onths after City action) beneficial interest (including Examples of such an interest include shares in a p or joint venture, interest of a member or manager in a |

state "None." NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf. **Business Address** Name Percentage Interest in the Applicant James Bergman* 140 South Dearborn, Suite 1500A, Chicago, IL 60603 99.99% *It is anticipated at the closing of the financing Mr. Bergman will transfer 99 98% of his interest in the Applicant to USA Institutional Concord Sheridan LLC, a Delaware LLC, and 00.01% of his interest to Credit Capital LLC, a Delaware LLC. 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 [X] 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 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 [X] 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).

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

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.

| retained or anticipated Addres to be retained) | 1 2 1 | paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response. |
|---|--|---|
| See Attachment #1. | | not an acceptable response. |
| | | |
| (Add sheets if necessary) | | *************************************** |
| [] Check here if the Disclosing P. | arty has not retained, nor expects to re | etain, any such persons or entities. |
| SECTION V CERTIFICATIO | ONS | |
| A. COURT-ORDERED CHILD S | SUPPORT COMPLIANCE | |
| • | ostantial owners of business entities that it is support obligations throughout the | _ |
| | lirectly owns 10% or more of the Disc igations by any Illinois court of comp | |
| [] Yes [] No [X] No person | n directly or indirectly owns 10% or n | nore of the Disclosing Party. |
| If "Yes," has the person entered int is the person in compliance with the | to a court-approved agreement for pay at agreement? | ment of all support owed and |
| [] Yes [] No | | |
| B. FURTHER CERTIFICATION | S | |
| Procurement Services.] In the 5-ye Party nor any Affiliated Entity [see performance of any public contractions inspector general, or integrity comminvestigative, or other similar skills activity of specified agency vendor | if the Matter is a contract being handle ear period preceding the date of this E definition in (5) below] has engaged to the services of an integrity monitor, pliance consultant (i.e., an individual es, designated by a public agency to he as well as help the vendors reform the acts in the future, or continue with a c | DS, neither the Disclosing, in connection with the independent private sector or entity with legal, auditing, lp the agency monitor the heir business practices so they |

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.

| | Disclosure of Subcontractors a | nd Other Retained Parties | | T |
|---|---|----------------------------------|-------------------------------------|-------------|
| Name | Business Address | Relationship to Disclosing Party | Fees | |
| | 440 South LaSalle Street, Suite 1900, | 1 | | |
| Applegate & Thorne-Thomsen | Chicago, IL 60605 | Attorney | \$250,000 (estimated) | retained |
| 77 | 20 North Clark Street, Suite 1150, | | 1 | |
| Charity & Associates | Chicago, IL 60602 | Lender's Counsel | \$50,000 (est) | retained |
| Chicago Housing Authority | 60 E. Van Buren, 10th Floor, Chicago | Lender | \$120,000 (est) | retained |
| - B | 1225 17th Street, Suite 2102 | | V-10,000 (00t) | 100000 |
| | Denver, CO 80202 | i | 1 | ł |
| Citi Community Capital | | Lender | \$220,000 (est) | retained |
| Concord Sheridan Developer, LLC | 20 Sandstone Lane, LeClaire, IA | Developer | \$3,500,000 (est) | retained |
| esites a site idan severaper, eee | 10 South Wacker Drive, Suite 2300, | Sereiope. | (3,500,600 (CS)) | - Fetallica |
| Dykema Gossett PLLC | Chicago, IL 60606 | Zoning and TIF Attorney | \$120,000 (estimated from proposal) | retained |
| Dykema dossett i EEC | 1575 Barclay Boulevard, Buffalo | Zoning and the Actorney | 3120,000 (Estimated from proposal) | retained |
| ECS Midwest, LLC | Grove, IL 60089 | Soil and Material Testing | \$15,000 (est) | retained |
| ECS Mildwest, LEC | 1225 19 th Street NW, 7 th Floor, | Son and Material Testing | 313,000 (est) | retained |
| Fish and New York O. N | | | 625 000 (.) | 1 |
| Eichner Norris & Neumann PLLC | Washington, DC 20036 | Lender's Counsel | \$35,000 (est) | retained |
| | 33 West Monroe, Suite 1825, | | 1 | 1 |
| Environmental Design International Inc. | Chicago, IL 60603 | Phase I Environmental | \$10,000 (est) | retained |
| | 645 North Michigan Avenue, #300, | | | |
| GREC Architects | Chicago, IL 60611 | Architect | \$950,000 (est) | retained |
| | 4505 North Elston Avenue, Chicago, | | | |
| Gremley & Biedermann | IL 60603 | Plats and Survey | \$12,000 (est) | retained |
| | | | 1 | |
| | 200 W. Madison Street, Suite 3500 | | | |
| Ice Miller LLP | Chicago, IL 60606 | Bond Counsel | \$50,000 (est) | retained |
| | 111 E. Wacker Dr., Suite 1000, | Į. | | 1 |
| Illinois Housing Development Authority | Chicago, IL 60601 | Lender | \$350,000 (est) | retained |
| | 9575 West Higgins Road, Suite 400, | į . | | |
| Kenic, Lindgren, OʻHara, Aboona, Inc. | Rosemont, IL 60018 | Traffic Study | \$7,000 (est) | retained |
| | 1200 John Q. Hammons Drive, Suite | | | |
| • | 500 | | | - |
| KMA Bodilly | Madison, WI 53717 | Accountant | \$10,000 (est) | retained |
| | 15765 South 70th Court, Orland Park, | | | İ |
| Riteway Madison LLC | IL 60462 | General Contractor | \$28,882,000 (est) | retained |
| | 4520 East-West Highway, Suite 615, | | | |
| Novogradac & Company LLP | Bethesda, MD 20814 | Market Study | \$7,000 (est) | retained |
| | | | | |
| | 515 South Flower Street, Twenty- | | | |
| Paul Hastings LLP | Fifth Floor, Los Angeles, CA 90071 | Lender Legal Counsel | \$45,000 (est) | retained |
| | 2000 Huntington Center | 1 | | |
| | 41 South High Street | 1 | |] |
| | Columbus, Ohio 43215 | | | |
| Squire Patton Boggs (US) LLP | 1 | Investor's Counsel | \$70,000 (est) | retained |
| | 350 West Hubbard Street, Chicago, IL | | | 1 |
| The Habitat Company | 60654 | Property Manager | \$22,000 (est) | retained |
| | 316 North Michigan Avenue, Chicago, | | 1 | T |
| Urban Real Estate Research, INC. | IL 60601 | Appraisal | \$2500 (from invoice) | retained |

- 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

| 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: N/A |
|---|
| |
| 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"). N/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. N/A |
| |
| C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION |
| The Disclosing Party certifies that the Disclosing Party (check one) is [X] 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 |

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

predatory lender may result in the loss of the privilege of doing business with the City."

| MCC Section 2-3. | | because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain |
|---|---|--|
| | | |
| • | " the word "None," or no response a med that the Disclosing Party certi | appears on the lines above, it will be fied to the above statements. |
| D. CERTIFICAT | ION REGARDING FINANCIAL I | NTEREST IN CITY BUSINESS |
| Any words or term | ns defined in MCC Chapter 2-156 h | ave the same meanings if used in this Part D. |
| after reasonable in | | he best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter? |
| [] Yes | [x] No | |
| · · · · · · · · · · · · · · · · · · · | ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed to | to Items D(2) and D(3). If you checked "No" o Part E. |
| official or employed other person or entaxes or assessment "City Property Sal | ee shall have a financial interest in tity in the purchase of any property ats, or (iii) is sold by virtue of legal | idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ten pursuant to the City's eminent domain the meaning of this Part D. |
| Does the Matter in | volve a City Property Sale? | |
| [] Yes | [] No | |
| | | mes and business addresses of the City officials fy the nature of the financial interest: |
| Name | Business Address | Nature of Financial Interest |
| | | |
| | | |
| | g Party further certifies that no proh ty official or employee. | ibited financial interest in the Matter will be |

Ver.2017-1

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. |
|---|
| X 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): None |
| |
| (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 Page 9 of 14

Ver.2017-1

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? | |
|---|-------------------|---|
| [X] Yes | [] No | |
| If "Yes," answer the th | iree questions be | elow: |
| 1. Have you develope federal regulations? (S | ₩ | ave on file affirmative action programs pursuant to applicable t 60-2.) |
| - | , or the Equal Er | orting Committee, the Director of the Office of Federal Contract mployment Opportunity Commission all reports due under the |
| [] Yes | [x] No | [] Reports not required |
| 3. Have you participa equal opportunity clau | | ous contracts or subcontracts subject to the |
| [] Yes | [X] No | |
| f you checked "No" to Newly formed entity; | - | (2) above, please provide an explanation: o action required |
| | | |

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.

| Concord Sheridan LP | |
|--|--|
| (Print or type exact legal name of Disclosing Party) | |
| By: JNB Concord Sheridan LLC | |
| (Sign here) | |
| By: JNB LIHTC Parent, LLC | |
| (Print or type name of person signing) By: | |
| (Print or type title of person signing) By: James Bergman | |
| Its: Sole Member Signed and sworn to before me on (date) July 12 | # 2017, |
| at Cook County, Illinois (state). | المنتضين |
| Wolary Public | ALREZA BAHRAMIRAD |
| Commission expires: Dec 26, 2019 | ALREZA CIAL State of voices ALREZA CIAL State of voices Notary Public. State of voices MY December 26, 2018 |

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 | [X] No | |
|-------------------|---------------------------|--|
| which such person | n is connected; (3) the n | ame and title of such person, (2) the name of the legal entity to ame and title of the elected city official or department head to ship, 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.

| | | 10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416? |
|---------|---------------------|---|
| [] Yes | [X] No | |
| | | blicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section |
| [] Yes | [] No | [X] The Applicant is not publicly traded on any exchange. |
| • , , | scofflaw or problen | entify below the name of each person or legal entity identified a landlord and the address of each building or buildings to which |
| | | |

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

Ver.2017-1

| A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable: JNB Concord Sheridan 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. [X] 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: Concord Sheridan LP |
| B. Business address of the Disclosing Party: 140 South Dearborn, Suite 1500A |
| Chicago, IL 60603 |
| C. Telephone: 563-505-5611 Fax: N/A Email: jim@jnbice.com |
| D. Name of contact person: |
| 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): |
| Loan on property from HOME funds to fund 111-unit mixed-income residential project at 6438 North Sheridan Road |
| 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 # |

Page 1 of 14

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

| Indicate the nature of the Disclosing Particle Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust | [X] Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify) |
|---|---|
| 2. For legal entities, the state (or foreign cour | ntry) of incorporation or organization, if applicable: |
| Illinois | |
| business in the State of Illinois as a foreign en | |
| [] Yes [] No | [] Organized in Illinois |
| B. IF THE DISCLOSING PARTY IS A LEG | GAL ENTITY: |
| the entity; (ii) for not-for-profit corporation are no such members, write "no members whi similar entities, the trustee, executor, adminis limited partnerships, limited liability comp | oplicable, of: (i) all executive officers and all directors of is, all members, if any, which are legal entities (if there ich are legal entities"); (iii) for trusts, estates or other strator, or similarly situated party; (iv) for general or anies, limited liability partnerships or joint ventures, ager or any other person or legal entity that directly or at of the Applicant. |
| NOTE: Each legal entity listed below must su | ibmit an EDS on its own behalf. |
| Name JNB LIHTC Parent, LLC | Title Managing Member |
| | |

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 JNB LIHTC Parent, LLC Business Address 140 South Dearborn, Suite 1500 A, Chicago, IL 60603 | | Percentage Interest in the Applicant | |
|--|--|--------------------------------------|--|
| Concord I.GG LLC | 140 South Dearborn, Suite 1500A, Chicago, IL 60603 | 25% | |
| 6418 Residential LLC | 15657 S 70th Court, Orland Park, IL 60462 | 16% | |
| Cubit Development Group LLC | 1189 Wilmette Ave, #115, Wilmette, IL 60091 | 8% | |

D

| SECTION III INCOME OR COMPENSATION TO, OR OWNERSH OFFICIALS | HP BY, CITY | ELECTE | |
|--|----------------------------|-------------------|--|
| Has the Disclosing Party provided any income or compensation to any City of 12-month period preceding the date of this EDS? | elected official | during the [X] 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 [X] No | | | |
| If "yes" to either of the above, please identify below the name(s) of such City describe such income or compensation: | elected officia | al(s) and | |
| Does any City elected official or, to the best of the Disclosing Party's knowled inquiry, any City elected official's spouse or domestic partner, have a finance Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing [] Yes [] No If "yes," please identify below the name(s) of such City elected official(s) and partner(s) and describe the financial interest(s). | ial interest (as og Party? | defined in | |
| | | | |

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. |
|--|---------------------|--|---|
| (Add sheets if necessary) | | | |
| [X] Check here if the Disc | closing Party | has not retained, nor expects to re | tain, any such persons or entities. |
| SECTION V CERTIF | FICATION | S | |
| A. COURT-ORDERED | CHILD SUI | PPORT COMPLIANCE | |
| | | antial owners of business entities the support obligations throughout the | |
| * - | - | ectly owns 10% or more of the Disc tions by any Illinois court of compo | - •• |
| [] Yes [X] No [] 1 | No person d | irectly or indirectly owns 10% or m | nore of the Disclosing Party. |
| If "Yes," has the person entire is the person in compliance | | court-approved agreement for pay agreement? | ment of all support owed and |
| [] Yes [] No | | | |
| B. FURTHER CERTIFIC | CATIONS | | |

- 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

Ver.2017-1

| | . If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further ertifications), the Disclosing Party must explain below: N/A |
|-------------------|---|
| | the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively esumed that the Disclosing Party certified to the above statements. |
| co mo of | To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a mplete list of all current employees of the Disclosing Party who were, at any time during the 12-onth period preceding the date of this EDS, an employee, or elected or appointed official, of the City Chicago (if none, indicate with "N/A" or "none"). N/A |
| · | |
| the off ma the po | mplete list of all gifts that the Disclosing Party has given or caused to be given, at any time during a 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed ficial, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything ade generally available to City employees or to the general public, or (ii) food or drink provided in a course of official City business and having a retail value of less than \$25 per recipient, or (iii) a litical contribution otherwise duly reported as required by law (if none, indicate with "N/A" or one"). As to any gift listed below, please also list the name of the City recipient. |
| C. | CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION |
| 1. | The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] 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: |
| ple Mo | We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further edge that none of our affiliates is, and none of them will become, a predatory lender as defined in CC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a edatory lender may result in the loss of the privilege of doing business with the City." |

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

| MCC Section 2-32 | , | in the meaning of MCC Chapter 2-32, explain |
|--|--|--|
| | the word "None," or no response a | appears on the lines above, it will be fied to the above statements. |
| D. CERTIFICATI | ON REGARDING FINANCIAL I | NTEREST IN CITY BUSINESS |
| Any words or term | s defined in MCC Chapter 2-156 h | ave the same meanings if used in this Part D. |
| after reasonable in | | ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter? |
| [] Yes | [X] No | |
| | ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed to | to Items D(2) and D(3). If you checked "No" o Part E. |
| official or employed other person or ent taxes or assessmen "City Property Salo | te shall have a financial interest in lity in the purchase of any property ts, or (iii) is sold by virtue of legal | idding, or otherwise permitted, no City elected nis or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ten pursuant to the City's eminent domain ne meaning of this Part D. |
| Does the Matter in | volve a City Property Sale? | |
| [] Yes | [] No | |
| _ | | mes and business addresses of the City officials fy the nature of the financial interest: |
| Name | Business Address | Nature of Financial Interest |
| | | |
| | • | ibited financial interest in the Matter will be |

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

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. | , |
|---|-------------|
| $\frac{X}{A}$ 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records he Disclosing Party and any and all predecessor entities regarding records of investments or program slavery or slaveholder insurance policies during the slavery era (including insurance policies sued to slaveholders that provided coverage for damage to or injury or death of their slaves), a he Disclosing Party has found no such records. | ofits es |
| 2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, Disclosing Party has found records of investments or profits from slavery or slaveholder insurant policies. The Disclosing Party verifies that the following constitutes full disclosure of all such ecords, 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 rederally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated the City and proceeds of debt obligations of the City are not federal funding. | by |
| A. CERTIFICATION REGARDING LOBBYING | |
| 1. List below the names of all persons or entities registered under the federal Lobbying | |

(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 Ver.2017-1

Page 9 of 14

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 Part [] Yes | | |
|--|-----------------------------|--|
| If "Yes," answer the t | hree questions be | elow: |
| 1. Have you develop federal regulations? | _ | ave on file affirmative action programs pursuant to applicable t 60-2.) |
| [] Yes | [] No | |
| Compliance Program applicable filing requ | s, or the Equal Enirements? | orting Committee, the Director of the Office of Federal Contract imployment Opportunity Commission all reports due under the |
| [] Yes | [] No | [] Reports not required |
| 3. Have you particip equal opportunity cla | · - | ous contracts or subcontracts subject to the |
| [] 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.

JNB Concord Sheridan LLC

| By: JNB LIHTC Parent LLC |
|--|
| (Print or type exact legal name of Disclosing Party) Its: Managing Member |
| By: (Sign here) |
| James Bergman |
| (Print or type name of person signing) |
| Its Sole Member |
| (Print or type title of person signing) |
| Signed and sworn to before me on (date) July 12 12 12, st. County, Illinois (state). |
| Motary Public |
| Commission expires: Dec 26, 2018 ALIREZA BAHRAIN ALIREZA BAHRAIN OFFICIAL SEAL OFFICIAL SEAL Notary Public. State of Illinois Notary Pub |

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?

[X] No

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

[] Yes

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.

| | | 10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416? |
|---------|---------------------|---|
| [] Yes | [X] No | |
| 1.1 | 0 , | ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section |
| [] Yes | [] No | [X] The Applicant is not publicly traded on any exchange. |
| • • • • | scofflaw or problem | entify below the name of each person or legal entity identified n landlord and the address of each building or buildings to which |
| | | |

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

Ver.2017-1

| A. Legal name of the Disclosing Party submitt | ting this EDS. Include d/b/a/ if applicable: |
|---|--|
| JNB LIHTC Parent, LLC | |
| Check ONE of the following three boxes: | |
| Indicate whether the Disclosing Party submitti 1. [] the Applicant OR | ng this EDS is: |
| 2. [X] a legal entity currently holding, or a the contract, transaction or other undertaking to | on which this EDS pertains (referred to below as the s of 7.5% in the Applicant. State the Applicant's legal |
| | et right of control of the Applicant (see Section II(B)(1)) Disclosing Party holds a right of control: |
| B. Business address of the Disclosing Party: | 140 South Dearborn, Suite 1500 A Chicago, IL 60603 |
| C. Telephone: 563-505-5611 Fax: N/ | AEmail:jim@jnbice.com |
| D. Name of contact person:Jim Bergman | |
| E. Federal Employer Identification No. (if you | i have one): |
| F. Brief description of the Matter to which this property, if applicable): | s EDS pertains. (Include project number and location of |
| Loan on property from HOME funds to fund 111-unit mi | xed-income residential project at 6438 North Sheridan Road |
| G. Which City agency or department is reques | ting this EDS? DPD |
| If the Matter is a contract being handled by the complete the following: | City's Department of Procurement Services, please |
| Specification # | and Contract # |

Page 1 of 14

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

| 1. Indicate the nature of the Disclosing Par [] Person [] Publicly registered business corporation [] Privately held business corporation [] Sole proprietorship [] General partnership [] Limited partnership [] Trust | [X] Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify) |
|---|---|
| 2. For legal entities, the state (or foreign count | try) of incorporation or organization, if applicable: |
| Florida | |
| 3. For legal entities not organized in the State business in the State of Illinois as a foreign ent | of Illinois: Has the organization registered to do ity? |
| [X] Yes [] No | [] Organized in Illinois |
| B. IF THE DISCLOSING PARTY IS A LEGA | AL ENTITY: |
| the entity; (ii) for not-for-profit corporations are no such members, write "no members whic similar entities, the trustee, executor, administ limited partnerships, limited liability compa | plicable, of: (i) all executive officers and all directors of, all members, if any, which are legal entities (if there the are legal entities"); (iii) for trusts, estates or other trator, or similarly situated party; (iv) for general or nics, limited liability partnerships or joint ventures, ger or any other person or legal entity that directly or of the Applicant. |
| NOTE: Each legal entity listed below must sub | omit an EDS on its own behalf. |
| Name Jim Bergman | Title Sole Member |
| | |
| indirect, current or prospective (i.e. within 6 me ownership) in excess of 7.5% of the Applicant. | oncerning each person or legal entity having a direct or onths after City action) beneficial interest (including Examples of such an interest include shares in a p or joint venture, interest of a member or manager in a |

| NOTE: Each leg | gal entity listed below may be | e required to subi | nit an EDS on | its own beha | ılf. |
|---|---|------------------------------------|----------------------------------|------------------------------|-------------------------|
| Name Jim Bergman | Business Address 2205 Kimberly Road, Bet | ttendorf, IA 5272 | Percentage Ir | nterest in the | Applicant |
| | | | | | |
| SECTION III OFFICIALS | - INCOME OR COMPENS | SATION TO, OI | R OWNERSH | ПР ВҮ, СІТ | Y ELECTED |
| | ng Party provided any incom preceding the date of this El | - | on to any City | elected official | al during the [X] No |
| | sing Party reasonably expect uring the 12-month period for | • | - | | ny City [X] No |
| • | of the above, please identify come or compensation: | below the name(| (s) of such City | y elected offic | cial(s) and |
| inquiry, any City Chapter 2-156 of [] Yes If "yes," please io | ected official or, to the best of elected official's spouse or of the Municipal Code of Chic [X] No dentify below the name(s) of scribe the financial interest(s | domestic partner, cago ("MCC")) in | have a finance the Disclosing | ial interest (as g Party? | s defined in |
| | DICCI COURE OF CURC | ONTO A CTORO | LAID OTHER | un nem a rayy | ED DADONES |

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

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.

state "None."

| 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. |
|--|---------------------|--|---|
| (Add sheets if necessary) | | | |
| [X] Check here if the Disc | closing Part | y has not retained, nor expects to re | tain, any such persons or entities. |
| SECTION V CERTII | FICATION | S | |
| A. COURT-ORDERED | CHILD SU | PPORT COMPLIANCE | |
| | | antial owners of business entities th I support obligations throughout the | • |
| - | - | ectly owns 10% or more of the Disc tions by any Illinois court of compe | |
| [] Yes [X] No [] | No person d | lirectly or indirectly owns 10% or m | nore of the Disclosing Party. |
| If "Yes," has the person e is the person in complian | | a court-approved agreement for pay agreement? | ment of all support owed and |
| [] Yes | , | | |
| B. FURTHER CERTIFIC | CATIONS | | |
| Procurement Services.] I | n the 5-year | the Matter is a contract being handle period preceding the date of this E efinition in (5) belowl has engaged. | DS, neither the Disclosing |

- 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

| 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: N/A |
|---|
| 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 Cit of Chicago (if none, indicate with "N/A" or "none"). N/A |
| 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 appointe 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. N/A |
| C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION |
| 1. The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] 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." |

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

| MCC Section 2-32 | · · | because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain |
|--|--|--|
| | the word "None," or no response a med that the Disclosing Party certi | appears on the lines above, it will be fied to the above statements. |
| D. CERTIFICATI | ON REGARDING FINANCIAL II | NTEREST IN CITY BUSINESS |
| Any words or term | s defined in MCC Chapter 2-156 h | ave the same meanings if used in this Part D. |
| after reasonable in | | ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter? |
| [] Yes | [X] No | |
| | ecked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to | to Items D(2) and D(3). If you checked "No" o Part E. |
| official or employed other person or ent taxes or assessmen "City Property Sale | te shall have a financial interest in lity in the purchase of any property ts, or (iii) is sold by virtue of legal | idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D. |
| Does the Matter in | volve a City Property Sale? | |
| [] Yes | [] No | |
| | | mes and business addresses of the City officials fy the nature of the financial interest: |
| Name | Business Address | Nature of Financial Interest |
| | | |
| 1 The Disalesine | Dorty further cortifies that no much | ibited financial interest in the Matter will be |

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERABUSINESS

| E. CERTITOT REGREDING GENTAERT EIGT BOOMESC |
|--|
| 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. |
| \underline{X} 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 profit 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): None |
| |
| |

(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 Ver.2017-1

Page 9 of 14

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 [] Yes | Applicant? [X] No |
|---|--|
| If "Yes," answer the three | questions below: |
| Have you developed an federal regulations? (See 4 [] Yes | d do you have on file affirmative action programs pursuant to applicable 1 CFR Part 60-2.) [] No |
| Compliance Programs, or tapplicable filing requirement | Joint Reporting Committee, the Director of the Office of Federal Contract he Equal Employment Opportunity Commission all reports due under the nts? [] No [] Reports not required |
| [] Yes 3. Have you participated i equal opportunity clause? [] Yes | n any previous contracts or subcontracts subject to the [] No |
| If you checked "No" to que | stion (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.

| JNB LIHTC Parent, LLC |
|--|
| (Print or type exact legal name of Disclosing Party) |
| Ву: |
| (Sign here) |
| James Bergman |
| (Print or type name of person signing) |
| Sole Member |
| (Print or type title of person signing) |
| Signed and sworn to before me on (date) July 3rd, 2017, at County, (state). Notary Public |
| Commission expires: Der 18, 2018 |
| ALIREZA BAHRAMIRAD ALIREZ |

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 | [X] No | · |
|-------------------|---------------------------|--|
| which such person | is connected; (3) the nam | e and title of such person, (2) the name of the legal entity to ne and title of the elected city official or department head to p, 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.

| | | 10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416? |
|---------|-------------------|---|
| [] Yes | [X] No | |
| | • • • | blicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section |
| [] Yes | [] No | [X] The Applicant is not publicly traded on any exchange. |
| • , , | offlaw or problem | entify below the name of each person or legal entity identified a landlord and the address of each building or buildings to which |

١

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

Ver.2017-1

| A. Legal name of the Disclosing Party submittin | ng this EDS. Include d/b/a/ if applicable: |
|--|--|
| Check ONE of the following three boxes: | |
| the contract, transaction or other undertaking to | ticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal |
| | right of control of the Applicant (see Section II(B)(1)) isclosing Party holds a right of control: |
| B. Business address of the Disclosing Party: | 140 South Dearborn, Suite 1500A Chicago, IL 60603 |
| C. Telephone: 312-999-9455 Fax: N/A | Email: virginia@lightengalegroup.com |
| D. Name of contact person: Virginia Pace | <u></u> |
| E. Federal Employer Identification No. (if you h | nave one): |
| F. Brief description of the Matter to which this property, if applicable): | EDS pertains. (Include project number and location of |
| Loan on property from HOME funds to fund 111-unit mixed | d-income residential project at 6438 North Sheridan Road |
| G. Which City agency or department is requesting | ng this EDS? DPD |
| If the Matter is a contract being handled by the C complete the following: | City's Department of Procurement Services, please |
| Specification # | and Contract # |

Page 1 of 14

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

| Indicate the nature of the Disclosing Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust | [X] Limited liability company |
|--|--|
| 2. For legal entities, the state (or foreign co | ountry) of incorporation or organization, if applicable: |
| Illinois | |
| 3. For legal entities not organized in the State business in the State of Illinois as a foreign[] Yes[] No | ate of Illinois: Has the organization registered to do entity? [] Organized in Illinois |
| B. IF THE DISCLOSING PARTY IS A LE | EGAL ENTITY: |
| the entity; (ii) for not-for-profit corporation are no such members, write "no members we similar entities, the trustee, executor, admin limited partnerships, limited liability con | applicable, of: (i) all executive officers and all directors of ons, all members, if any, which are legal entities (if there which are legal entities"); (iii) for trusts, estates or other nistrator, or similarly situated party; (iv) for general or apanies, limited liability partnerships or joint ventures, anager or any other person or legal entity that directly or ent of the Applicant. |
| NOTE: Each legal entity listed below must | submit an EDS on its own behalf. |
| Name | Title |
| Virginia Pace | Member |
| Lawrence Pusateri | Member |
| Margaret Jares | Member |

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

| NOTE: Each legal | entity listed below may be re | quired to submit an EDS | on its own behal | lf. |
|--|--|---|---|---------------------------------------|
| Name Virginia Pace | Business Address 140 South Dearborn, Suite 1 | | E Interest_in_the A | Applicant |
| Lawrence Pusateri | 140 South Dearborn, Suite I | 1500A, Chicago, IL 6060 | 3 | |
| SECTION III IN | NCOME OR COMPENSAT | ΓΙΟΝ ΤΟ, OR OWNER | SHIP BY, CIT | Y ELECTED |
| • | Party provided any income of eceding the date of this EDS? | _ | ty elected officia | al during the [X] No |
| • | g Party reasonably expect to ping the 12-month period follo | _ | _ | ny City [X] No |
| • | the above, please identify belne or compensation: | low the name(s) of such (| City elected offic | cial(s) and |
| inquiry, any City el | ted official or, to the best of the ected official's spouse or dom the Municipal Code of Chicago [X] No | nestic partner, have a fina | ncial interest (as | |
| - | ntify below the name(s) of such the financial interest(s). | ch City elected official(s) | and/or spouse(s |)/domestic |
| SECTION IV D | ISCLOSURE OF SUBCON | TRACTORS AND OTI | HER RETAINE | D PARTIES |
| lobbyist (as defined whom the Disclosin the nature of the rela- Disclosing Party is | ty must disclose the name and in MCC Chapter 2-156), according Party has retained or expectationship, and the total amount required to disclose emploals. If the Disclosing Party is | countant, consultant and a ets to retain in connection nt of the fees paid or estir oyees who are paid solely | my other person with the Matter, mated to be paid through the Dis | or entity , as well as . The sclosing |

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

disclosure.

state "None."

Section, the Disclosing Party must either ask the City whether disclosure is required or make the

| · · | 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. |
|---|--|---|--|
| (Add sheets if necessary) | | | |
| [X] Check here if the Discl | osing Party | has not retained, nor expects to ret | tain, any such persons or entities. |
| SECTION V CERTIFI | ICATIONS | 5 | |
| A. COURT-ORDERED C | HILD SUP | PPORT COMPLIANCE | |
| | • | ntial owners of business entities the support obligations throughout the | - |
| | | ctly owns 10% or more of the Disc tions by any Illinois court of compe | |
| [] Yes [X] No [] N | lo person di | rectly or indirectly owns 10% or m | nore of the Disclosing Party. |
| If "Yes," has the person entity is the person in compliance | | court-approved agreement for payagreement? | ment of all support owed and |
| [] Yes [] No | | | |
| B. FURTHER CERTIFIC | ATIONS | | |
| Procurement Services.] In Party nor any Affiliated En performance of any public inspector general, or integr investigative, or other simi activity of specified agency | the 5-year ntity [see de contract, the compliant of the complex o | he Matter is a contract being handle period preceding the date of this E- efinition in (5) below] has engaged, he services of an integrity monitor, ance consultant (i.e., an individual of esignated by a public agency to hell s well as help the vendors reform the s in the future, or continue with a c | DS, neither the Disclosing in connection with the independent private sector or entity with legal, auditing, lp the agency monitor the heir business practices so they |

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

Ver.2017-1

| Certi | If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further fications), the Disclosing Party must explain below: |
|--------------------------------|--|
| | |
| | e letters "NA," the word "None," or no response appears on the lines above, it will be conclusively med that the Disclosing Party certified to the above statements. |
| comp mont | To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a plete list of all current employees of the Disclosing Party who were, at any time during the 12-th period preceding the date of this EDS, an employee, or elected or appointed official, of the City nicago (if none, indicate with "N/A" or "none"). |
| the 1 offic made the c politic | to the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a colete list of all gifts that the Disclosing Party has given or caused to be given, at any time during 2-month period preceding the execution date of this EDS, to an employee, or elected or appointed ial, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything a generally available to City employees or to the general public, or (ii) food or drink provided in ourse of official City business and having a retail value of less than \$25 per recipient, or (iii) a ical contribution otherwise duly reported as required by law (if none, indicate with "N/A" or etc.). As to any gift listed below, please also list the name of the City recipient. |
| | ERTIFICATION OF STATUS AS FINANCIAL INSTITUTION |
| | he Disclosing Party certifies that the Disclosing Party (check one) [] is [X] 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: |
| pledg MCC | are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a story lender may result in the loss of the privilege of doing business with the City." |

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

| MCC Section 2-32 | | occause it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain |
|--|--|--|
| —————————————————————————————————————— | mai pages ii necessary). | |
| | | |
| | the word "None," or no response a med that the Disclosing Party certi | appears on the lines above, it will be fied to the above statements. |
| D. CERTIFICATION | ON REGARDING FINANCIAL I | NTEREST IN CITY BUSINESS |
| Any words or term | s defined in MCC Chapter 2-156 h | ave the same meanings if used in this Part D. |
| after reasonable inc | | he best of the Disclosing Party's knowledge te of the City have a financial interest in his or entity in the Matter? |
| [] Yes | [X] No | |
| | cked "Yes" to Item D(1), proceed tems D(2) and D(3) and proceed to | to Items D(2) and D(3). If you checked "No" o Part E. |
| official or employe other person or enti- taxes or assessment "City Property Sale | e shall have a financial interest in ity in the purchase of any property ts, or (iii) is sold by virtue of legal | his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ten pursuant to the City's eminent domain the meaning of this Part D. |
| Does the Matter inv | volve a City Property Sale? | |
| [] Yes | [] No | |
| - | · · · - | mes and business addresses of the City officials ify the nature of the financial interest: |
| Name | Business Address | Nature of Financial Interest |
| | | |
| | | |
| | Party further certifies that no proby official or employee. | ibited financial interest in the Matter will be |

Ver.2017-1

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.

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

behalf of the Disclosing Party with respect to the Matter.)

| 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): None | | | |
|---|--|--|--|
| | | | |
| | | | |
| | | | |
| If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" | | | |
| ppear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities | | | |
| egistered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on | | | |

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 Ver.2017-1

Page 9 of 14

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 Par | ty the Applicant? [X] No | |
|-----------------------|---------------------------------------|---|
| If "Yes," answer the | three questions be | elow: |
| ŕ | ped and do you ha (See 41 CFR Part | ive on file affirmative action programs pursuant to applicable |
| <u> </u> | is, or the Equal Er | rting Committee, the Director of the Office of Federal Contract apployment Opportunity Commission all reports due under the |
| [] Yes | [] No | [] Reports not required |
| equal opportunity cla | use? | ous contracts or subcontracts subject to the |
| [] 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.

| Concord LGG LLC |
|---|
| (Print or type exact legal name of Disclosing Party) |
| Ву: |
| (Sign here) |
| Virginia Pace |
| (Print or type name of person signing) |
| Member (* 124 |
| (Print or type title of person signing) |
| Signed and sworn to before me on (date) July 3 d 1111, at (state). Notary Public |
| Commission expires: Dec, 11, 2018 |

ALIREZA BAHRAMIRAD
OFFICIAL SEAL
Votary Public. State of Illinois
My Commission Expires
My Commission 26, 2018

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 III.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?

IXI No

| which such perso | n is connected; (3) the na | me and title of such person, (2) the name of the legal entity to |
|------------------|-----------------------------|--|
| whom such perso | n has a familial relationsi | hip, and (4) the precise nature of such familial relationship. |

[] Yes

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.

| | t to MCC Section 2-92-416? |
|-------------------|---|
| [X] No | |
| ~ · | ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section |
| [] No | [X] The Applicant is not publicly traded on any exchange. |
| offlaw or problem | lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which |
| | landlord pursuan [X] No s a legal entity puried as a building [] No] above, please id |

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

| A. Legal name of the Disclosing Party subm | nitting this EDS. Include d/b/a/ if applicable: |
|---|---|
| 6418 Residential LLC | |
| Check ONE of the following three boxes: | |
| the contract, transaction or other undertaking "Matter"), a direct or indirect interest in excename: Concord Sheridan LP OR | r anticipated to hold within six months after City action on g to which this EDS pertains (referred to below as the ess of 7.5% in the Applicant. State the Applicant's legal rect right of control of the Applicant (see Section II(B)(1)) |
| | 15557 0 504 0 |
| B. Business address of the Disclosing Party: | 15657 S 70th Court |
| | Órland Park, IL 60462 |
| C. Telephone: 708-535-7716 Fax: | Email: rob.ferrino@madisonconstruction.ne |
| D. Name of contact person: Robert Ferrino | |
| E. Federal Employer Identification No. (if y | ou have one): |
| F. Brief description of the Matter to which to property, if applicable): | his EDS pertains. (Include project number and location of |
| Loan on property from HOME funds to fund 111- | unit mixed-income residential project at 6438 North Sheridan Road |
| G. Which City agency or department is requ | esting this EDS? DPD |
| If the Matter is a contract being handled by the complete the following: | he City's Department of Procurement Services, please |
| Specification # | and Contract # |
| Ver.2017-1 | Page 1 of 14 |

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

| Indicate the nature of the Disclosing Parties Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust | ty: [X] Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify) | | | | |
|--|--|--|--|--|--|
| · · · | try) of incorporation or organization, if applicable: | | | | |
| Illinois | | | | | |
| 3. For legal entities not organized in the State business in the State of Illinois as a foreign entities. | of Illinois: Has the organization registered to do ity? | | | | |
| [] Yes [] No | [] Organized in Illinois | | | | |
| B. IF THE DISCLOSING PARTY IS A LEGA | AL ENTITY: | | | | |
| the entity; (ii) for not-for-profit corporations, are no such members, write "no members which similar entities, the trustee, executor, administrational partnerships, limited liability compared | blicable, of: (i) all executive officers and all directors of all members, if any, which are legal entities (if there hare legal entities"); (iii) for trusts, estates or other rator, or similarly situated party; (iv) for general or nies, limited liability partnerships or joint ventures, ger or any other person or legal entity that directly or of the Applicant. | | | | |
| NOTE: Each legal entity listed below must submit an EDS on its own behalf. | | | | | |
| Name Robert Ferrino | Title Sole Member | | | | |
| indirect, current or prospective (i.e. within 6 mc ownership) in excess of 7.5% of the Applicant. | ncerning each person or legal entity having a direct or onths after City action) beneficial interest (including Examples of such an interest include shares in a or joint venture, interest of a member or manager in a | | | | |

| HOTE. Each lega | l entity listed below | w may be required t | o submit a | an EDS on its own bel | nalf. |
|----------------------------|--|---|------------|---|---------------------------|
| Name Robert Ferrino | Business A | Address | Per \\IL\ | rcentage Interest in the | e Applicant |
| | | | | | |
| SECȚION III) OFFICIALS | INCOME OR CO | MPENSATION T | O, OR O | WNERSHIP BY, CI | TY ELECTEI |
| | g Party provided ar preceding the date of | • | nsation to | any City elected offic | cial during the [X] No |
| • | | y expect to provide a period following the | • | ne or compensation to his EDS? [] Yes | any City [X] No |
| | f the above, please me or compensation | • | name(s) o | f such City elected off | icial(s) and |
| inquiry, any City e | elected official's sp | | rtner, hav | y's knowledge after re e a financial interest (Disclosing Party? | |
| | | | 1 | ficial(s) and/or spouse | () () |

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

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. | | |
|---|---|---|---|--|--|
| (Add sheets if necessary) | | | | | |
| [X] Check here if the Disc | closing Party | has not retained, nor expects to ret | ain, any such persons or entities. | | |
| SECTION V CERTII | FICATIONS | 5 | | | |
| A. COURT-ORDERED | CHILD SUF | PPORT 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 [X] No []] | No person di | rectly or indirectly owns 10% or m | ore of the Disclosing Party. | | |
| If "Yes," has the person e is the person in compliance | | court-approved agreement for payagreement? | ment of all support owed and | | |
| []Yes []No | | | | | |
| B. FURTHER CERTIFIC | CATIONS | | | | |
| Procurement Services.] In Party nor any Affiliated Experformance of any public | n the 5-year Entity <u>[see</u> de c contract, th | ne Matter is a contract being handle period preceding the date of this El efinition in (5) below] has engaged, he services of an integrity monitor, in the consultant (i.e., an individual of | DS, neither the Disclosing in connection with the independent private sector | | |

- 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

Ver.2017-1 Page 6 of 14

| 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: N/A |
|---|
| |
| If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusive 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 Cit of Chicago (if none, indicate with "N/A" or "none"). N/A |
| 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 appointe 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. N/A |
| C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION |
| The Disclosing Party certifies that the Disclosing Party (check one) is [X] 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 |

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

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."

| MCC Section 2-32 | | because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain |
|--|---|--|
| | | |
| | the word "None," or no response a | appears on the lines above, it will be fied to the above statements. |
| D. CERTIFICATI | ON REGARDING FINANCIAL I | NTEREST IN CITY BUSINESS |
| Any words or term | ns defined in MCC Chapter 2-156 h | ave the same meanings if used in this Part D. |
| after reasonable in | | he best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter? |
| [] Yes | [X] No | |
| 3 | ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed to | to Items D(2) and D(3). If you checked "No" o Part E. |
| official or employe other person or ent taxes or assessmen "City Property Sal | e shall have a financial interest in ity in the purchase of any property its, or (iii) is sold by virtue of legal | idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D. |
| Does the Matter in | volve a City Property Sale? | |
| [] Yes | [] No | |
| • | • • • | mes and business addresses of the City officials fy the nature of the financial interest: |
| Name | Business Address | Nature of Financial Interest |
| | | |
| | | |
| 4 The Disabosine | Douty funthan contified that no puol | ibited financial interest in the Motter will be |

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

| g Party ure to City in |
|--|
| ecords of or profits policies ves), and |
| above, the nsurance such ds: |
| |
| ot ocated by |
| |
| g Pisclosing |
| |

(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 Ver.2017-1

Page 9 of 14

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 Page | rty the Applicant? | | |
|---|--------------------|---|------------------------|
| [] Yes | [X] No | | |
| If "Yes," answer the | three questions be | elow: | |
| Have you develo federal regulations? [] Yes | (See 41 CFR Part | ave on file affirmative action programs t 60-2.) | pursuant to applicable |
| | ns, or the Equal E | orting Committee, the Director of the Omployment Opportunity Commission a | |
| [] Yes | [] No | [] Reports not required | r |
| 3. Have you participequal opportunity cla | • • • | ous contracts or subcontracts subject to | the |
| [] Yes | [] No | | |
| If you checked "No" | to question (1) or | (2) above, please provide an explanati | on: |
| | · | | |

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.

| 6418 Residential LLC | |
|---|------|
| (Print or type exact legal name of Disclosing Party) | |
| | |
| By: | |
| (Sign here) | |
| Robert Ferrino | |
| (Print or type name of person signing) | |
| Sole Member | |
| (Print or type title of person signing) | |
| \ | |
| Signed and sworn to before me on (date) July 3 rd | 2017 |
| at Cook County, ILLINOIS (state). | |
| | |
| Notary Public OFFICIAL SEAL DANIEL RIGONI NOTARY PUBLIC STATE OF ILLINOIS | |
| MY COMMISSION EXPIRES: 10.08/20 | |

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 | [X] No | |
|-------------------|---------------------------|--|
| which such person | is connected; (3) the nam | ne and title of such person, (2) the name of the legal entity to me and title of the elected city official or department head to ip, 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.

| | | 10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416? |
|--------|--------------------|--|
| [] Yes | [X] No | |
| | • | blicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section |
| [] Yes | [] No | [X] The Applicant is not publicly traded on any exchange. |
| | cofflaw or problen | entify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which |
| | | |

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

Ver.2017-1

| A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable: |
|--|
| Cubit Development Group LLC |
| Check ONE of the following three boxes: |
| Indicate whether the Disclosing Party submitting this EDS is: 1. [] the Applicant OR |
| 2. [X] 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: Concord Sheridan LP |
| 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: 1189 Wilmette Ave, #115 Wilmette, IL 60091 |
| C. Telephone: 773-968-9590 Fax: 312-488-3661 Email: tritsis@cubitdevelopmentgroup.com |
| D. Name of contact person: Christopher Tritsis |
| 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): |
| Loan on property from HOME funds to fund 111-unit mixed-income residential project at 6438 North Sheridan Road |
| 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 # |

Page 1 of 14

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [] Person [X] Limited liability company [] Publicly registered business corporation [] Limited liability partnership [] Privately held business corporation [] Joint venture [] Sole proprietorship [] Not-for-profit corporation [] General partnership (Is the not-for-profit corporation also a 501(c)(3))? [] Limited partnership []Yes [] No [] Other (please specify) [] Trust 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? [] Organized in Illinois []Yes [] No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: 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 Christopher Tritsis

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

| Name Christopher Tritsis | Business Address 1189 Wilmette Ave, #115 Wilmette, IL 60091 | Percentage I | nterest in the | Applicant |
|--|---|--|---------------------------|----------------------|
| SECTION III INC OFFICIALS | OME OR COMPENSATION T | O, OR OWNERS | HIP BY, CIT | Y ELECTED |
| 9 | rty provided any income or compo eding the date of this EDS? | ensation to any City | elected offici | al during the [X] No |
| | arty reasonably expect to provide the 12-month period following th | | | ny City [X] No |
| If "yes" to either of the describe such income | e above, please identify below the or compensation: | name(s) of such Cit | ty elected office | cial(s) and |
| inquiry, any City elect Chapter 2-156 of the N [] Yes If "yes," please identif | official or, to the best of the Discipled official's spouse or domestic participal Code of Chicago ("MCO [X] No [y below the name(s) of such City the financial interest(s). | artner, have a financ C")) in the Disclosir | cial interest (and party? | s defined in |
| | CLOSURE OF SUBCONTRAC | TORS AND OTHI | ER RETAINI | ED PARTIES |

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

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

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

disclosure.

Ver.2017-1

state "None."

| 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. |
|--|---------------------|--|---|
| | | | |
| (Add sheets if necessary) | | | |
| [X] Check here if the Disc | closing Part | y has not retained, nor expects to re | tain, any such persons or entities. |
| SECTION V CERTIF | FICATION | S | |
| A. COURT-ORDERED | CHILD SU | PPORT COMPLIANCE | |
| | | antial owners of business entities the support obligations throughout the | |
| <i>y</i> 1 | • | ectly owns 10% or more of the Disc tions by any Illinois court of compe | • |
| [] Yes [X] No []] | No person d | lirectly or indirectly owns 10% or m | nore of the Disclosing Party. |
| If "Yes," has the person entire is the person in compliance | | a court-approved agreement for pay agreement? | ment of all support owed and |
| []Yes []No | | | |
| B. FURTHER CERTIFIC | CATIONS | | |

- 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

| 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: N/A |
|--|
| |
| 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"). N/A |
| |
| 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. N/A |
| C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION |
| The Disclosing Party certifies that the Disclosing Party (check one) is [X] 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." |

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

| MCC Section 2-32 | 1 0 | ecause it or any of its affiliates (as defined in the meaning of MCC Chapter 2-32, explain |
|--|---|---|
| | | |
| | the word "None," or no response a med that the Disclosing Party certif | • • |
| D. CERTIFICATI | ON REGARDING FINANCIAL IN | ITEREST IN CITY BUSINESS |
| Any words or term | ns defined in MCC Chapter 2-156 ha | eve the same meanings if used in this Part D. |
| after reasonable in | | e best of the Disclosing Party's knowledge of the City have a financial interest in his or atity in the Matter? |
| [] Yes | [X] No | |
| _ | ecked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to | o Items D(2) and D(3). If you checked "No" Part E. |
| official or employed other person or ent taxes or assessmen "City Property Sale | ee shall have a financial interest in hity in the purchase of any property tes, or (iii) is sold by virtue of legal p | dding, or otherwise permitted, no City elected is or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain e meaning of this Part D. |
| Does the Matter in | volve a City Property Sale? | |
| [] Yes | [] No | |
| | | nes and business addresses of the City officials by the nature of the financial interest: |
| Name ——————— | Business Address | Nature of Financial Interest |
| | | · |
| | | |

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

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. |
|--|
| X_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 profit 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): None |
| |
| |

(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 Ver.2017-1

Page 9 of 14

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 tl | he Disclosing Party the | Applicant? | · |
|-------|--|------------------|---|
| | [] Yes | [X] No | |
| If" | Yes," answer the three | questions belo | ow: |
| fede | Have you developed an eral regulations? (See 4 [] Yes | - | re on file affirmative action programs pursuant to applicable 60-2.) |
| Cor | · · | the Equal Em | ing Committee, the Director of the Office of Federal Contract ployment Opportunity Commission all reports due under the |
| | [] Yes | [] No | [] Reports not required |
| | Have you participated i al opportunity clause? | n any previou | us contracts or subcontracts subject to the |
| | [] Yes | [] No | |
| lf y | ou checked "No" to que | estion (1) or (2 | 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.

| Cubit Development Group LLC |
|---|
| (Print or type exact legal name of Disclosing Party) |
| By: Christopher Sitsis |
| Christopher Tritsis |
| (Print or type name of person signing) |
| ber |
| (Print or type title of person signing) |
| Signed and sworn to before me on (date) July 50, 2017 at |
| Commission expires: Dec 11, 2018 |

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?

[X] No

| which such perso | n is connected; (3) the | name and title of the | person, (2) the name of the legal entity elected city official or department head | to |
|------------------|--------------------------|--------------------------|---|----|
| whom such perso | n has a familial relatio | onship, and (4) the prec | cise nature of such familial relationship. | |

[] Yes

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.

| | | 10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416? |
|---|-------------------|---|
| [] Yes | [X] No | , |
| * * | | blicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section |
| [] Yes | [] No | [X] The Applicant is not publicly traded on any exchange. |
| • | offlaw or problen | entify below the name of each person or legal entity identified a landlord and the address of each building or buildings to which |
| | | |

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

Ver.2017-1

| DECITOR I GENERAL AND | ` |
|---|---|
| A. Legal name of the Disclosing Party submitted USA Institutional Concord S | · · · · · · · · · · · · · · · · · · · |
| Check ONE of the following three boxes: | |
| Indicate whether the Disclosing Party submitting I. [] the Applicant OR | ng this EDS is: |
| the contract, transaction or other undertaking to | nticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal |
| OR 3. [] a legal entity with a direct or indirect State the legal name of the entity in which the | et right of control of the Applicant (see Section II(B)(1)) Disclosing Party holds a right of control: |
| B. Business address of the Disclosing Party: | USA Institutional Concord Sheridan LLC |
| 2. Business address of the Bisersoning a drey. | 340 Pemberwick Road, Greenwich, CT 06831 |
| C. Telephone: 203-869-0900 Fax: | salzmand@richmancapital.com Email: |
| D. Name of contact person: David A. S | alzman |
| E. Federal Employer Identification No. (if you | |
| F. Brief description of the Matter to which this property, if applicable): | s EDS pertains. (Include project number and location of |
| Loan on property from HOME funds for a 111-unit mixed in | ncome residential development located at 6438 N. Sheridan Road. |
| G. Which City agency or department is reques | ting this EDS? Department of Planning and Development |
| If the Matter is a contract being handled by the complete the following: | City's Department of Procurement Services, please |
| Specification # | and Contract # |

Page 1 of 14

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [] Person [x] Limited liability company [] Limited liability partnership Publicly registered business corporation 1 Privately held business corporation [] Joint venture [] Sole proprietorship Not-for-profit corporation [] General partnership (Is the not-for-profit corporation also a 501(c)(3))? [] Limited partnership [] Yes []No [] Trust Other (please specify) 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 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? [] Organized in Illinois [] Yes [X] No 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 USA Institutional Tax Credit Fund CXIII L.P. Manager -100% Ownership

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

| state "None." | | | | | • |
|--------------------------------|--|----------------------------------|-----------------|-----------------|----------------------|
| NOTE: Each lega | l entity listed below may | y be required to subm | nit an EDS on | its own beha | lf. |
| Name USA Institutional Tax Cre | Business Addresedit Fund CXIII L.P. 340 P | SS emberwick Road Greenwich,0 | Percentage In | terest in the A | |
| SECTION III I | INCOME OR COMPE | ENSATION TO, OR | OWNERSH | IIP BY, CIT | Y ELECTEI |
| • | g Party provided any incorreceding the date of this | - | n to any City o | elected officia | al during the [x] No |
| | ng Party reasonably exporing the 12-month period | | - | | ny City [x] No |
| ▼ | f the above, please ident me or compensation: | ify below the name(s | s) of such City | elected offic | cial(s) and |
| inquiry, any City 6 | eted official or, to the be elected official's spouse he Municipal Code of C [x] No | or domestic partner, l | have a financi | al interest (as | |
| • • | entify below the name(s) cribe the financial intere | · · | official(s) an | d/or spouse(s |)/domestic |

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

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. |
|--|--|--|---|
| None | | | |
| (Add sheets if necessary) | | | |
| [x] Check here if the Disc | losing Party | y has not retained, nor expects to ret | ain, any such persons or entities. |
| SECTION V CERTIF | CATION | S | |
| A. COURT-ORDERED O | CHILD SUI | PPORT COMPLIANCE | |
| | | antial owners of business entities the support obligations throughout the | • |
| | | ectly owns 10% or more of the Disc tions by any Illinois court of compe | |
| []Yes [x]No []N | lo person d | irectly or indirectly owns 10% or m | ore of the Disclosing Party. |
| If "Yes," has the person entile is the person in compliance | | agreement? | ment of all support owed and |
| [] Yes [] No | | | |
| B. FURTHER CERTIFIC | CATIONS | | \ |
| Procurement Services.] In Party nor any Affiliated Enperformance of any public inspector general, or integinvestigative, or other simulactivity of specified agence. | n the 5-year ntity [see do contract, the rity compliant it | he Matter is a contract being handled period preceding the date of this Electinition in (5) below] has engaged, the services of an integrity monitor, ance consultant (i.e., an individual of designated by a public agency to help as well as help the vendors reform the | DS, neither the Disclosing in connection with the independent private sector or entity with legal, auditing, p the agency monitor the neir business practices so they |

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

Ver.2017-1 Page 6 of 14

| 11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Furthe Certifications), the Disclosing Party must explain below: N/A | : |
|--|--------------|
| | _ |
| If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusive presumed that the Disclosing Party certified to the above statements. | – ely |
| 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 C of Chicago (if none, indicate with "N/A" or "none"). | ity |
| 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 appoin official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anythin 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. | ted g |
| | - |
| C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION | |
| The Disclosing Party certifies that the Disclosing Party (check one) is [X] 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 | |

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

predatory lender may result in the loss of the privilege of doing business with the City."

| | o)) is a predatory lender with | because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain |
|--|--|---|
| | | |
| | | appears on the lines above, it will be fied to the above statements. |
| D. CERTIFICATION RI | EGARDING FINANCIAL I | NTEREST IN CITY BUSINESS |
| Any words or terms defin | ned in MCC Chapter 2-156 h | ave the same meanings if used in this Part D. |
| after reasonable inquiry, | | he best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter? |
| [] Yes | [X] No | |
| • | 'Yes" to Item D(1), proceed D(2) and D(3) and proceed to | to Items D(2) and D(3). If you checked "No" o Part E. |
| official or employee shall other person or entity in t taxes or assessments, or ("City Property Sale"). Co | have a financial interest in he purchase of any property iii) is sold by virtue of legal | idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ten pursuant to the City's eminent domain he meaning of this Part D. |
| Does the Matter involve a | a City Property Sale? | |
| [] Yes | [] No | |
| | | mes and business addresses of the City officials fy the nature of the financial interest: |
| Name | Business Address | Nature of Financial Interest |
| | | · · · · · · · · · · · · · · · · · · · |
| | | This of financial interest in the Metter will be |

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

| E. CERTIFICATION REGARDING SLAVERT 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. |
| X 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 profit 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 Disclosin 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 Ver.2017-1

Page 9 of 14

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 | y the Applicant? | |
|--|-------------------|---|
| [] Yes | [X] No | |
| If "Yes," answer the th | nree questions be | elow: |
| Have you develope federal regulations? (| • | eve on file affirmative action programs pursuant to applicable t 60-2.) |
| - | , or the Equal Er | rting Committee, the Director of the Office of Federal Contract imployment Opportunity Commission all reports due under the |
| [] Yes | [] No | [] Reports not required |
| 3. Have you participal equal opportunity class [] Yes | ¥ • | ous contracts or subcontracts subject to the |
| If you checked "No" to | o 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.

| Commission expires: | TERESA C BEHAN Notary Public My Commission Expires 04/30/2022 | | |
|--|---|--|--|
| Notary Public | | | |
| Jusalet | | | |
| at Fairfield County, Connecticut (state). | | | |
| Signed and sworn to before | | | |
| (Print or type title of persor | n signing) | | |
| President of Richman Fund Manager, Inc. the Ma | anaging Member of the limited partner | | |
| (Print or type name of person | on signing) | | |
| David A. Salzma | an | | |
| (Sign here) | | | |
| By Richman Filed Manager By: | Inc. its managing member | | |
| (Print or type exact legal na | nme of Disclosing Party) Lie XIII LLC, its general pertner Inc. its managing member | | |
| USA Institutional Con | cord Sheridan LLC ax Credit Fund CXIII L. P., ts Sole member | | |

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 | [X] No | |
|-------------------|---------------------------|--|
| which such person | is connected; (3) the nam | ne and title of such person, (2) the name of the legal entity to me and title of the elected city official or department head to ip, 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.

| | | 10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416? |
|---------|--------------------|---|
| [] Yes | [] No | |
| | • • • | blicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section |
| [] Yes | [] No | [] The Applicant is not publicly traded on any exchange. |
| • | cofflaw or problen | entify below the name of each person or legal entity identified a landlord and the address of each building or buildings to which |

U

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

Ver.2017-1

| SECTION 1 GENERAL INFORMATION | | | |
|--|---|--|--|
| A. Legal name of the Disclosing Party submitt | ing this EDS. Include d/b/a/ if applicable: | | |
| USA Institutional Tax Credit | Fund CXIII L.P. | | |
| Check ONE of the following three boxes: | | | |
| Indicate whether the Disclosing Party submittin 1. [] the Applicant OR | ng this EDS is: | | |
| 2. [X] a legal entity currently holding, or at the contract, transaction or other undertaking to "Matter"), a direct or indirect interest in excess name: Concord Sheridan, LP | nticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal | | |
| OR 3. [] a legal entity with a direct or indirect State the legal name of the entity in which the I | t right of control of the Applicant (see Section II(B)(1)) Disclosing Party holds a right of control: | | |
| B. Business address of the Disclosing Party: | USA Institutional Tax Credit Fund CXIII L.P. | | |
| 5 , | 340 Pemberwick Road, Greenwich, CT 06831 | | |
| C. Telephone: 203-869-0900 Fax: | salzmand@richmancapital.com Email: | | |
| D. Name of contact person: David A. Sa | alzman | | |
| E. Federal Employer Identification No. (if you | | | |
| F. Brief description of the Matter to which this property, if applicable): | s EDS pertains. (Include project number and location of | | |
| Loan on property from HOME funds for a 111-unit mixed in | come residential development located at 6438 N. Sheridan Road. | | |
| G. Which City agency or department is request | ting this EDS? Department of Planning and Development | | |
| If the Matter is a contract being handled by the complete the following: | City's Department of Procurement Services, please | | |
| Specification # | and Contract # | | |

Page 1 of 14

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [] Limited liability company [] Person [] Limited liability partnership Publicly registered business corporation [] Joint venture [Privately held business corporation [] Sole proprietorship [] Not-for-profit corporation [] General partnership (Is the not-for-profit corporation also a 501(c)(3))? [X] Limited partnership []Yes []No [] Trust Other (please specify) 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 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? [] Organized in Illinois [] Yes [X] No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of 1. 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 Richman U.S.A. Tax Credit CXIII LLC General Partner

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

NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf. Name Percentage Interest in the Applicant **Business Address** Credit Capital LLC 3075 Townsgate Road Suite 330 Westlake Village, CA 91361 99.99% 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 [x] 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? 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 [x] 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).

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

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.

state "None."

| 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. |
|--|---------------------|--|---|
| None | | | not an acceptance response. |
| (Add sheets if necessary) | | | |
| [x] Check here if the Disc | closing Part | y has not retained, nor expects to re | tain, any such persons or entities. |
| SECTION V CERTIF | FICATION | \mathbf{S} | |
| A. COURT-ORDERED | CHILD SU | PPORT COMPLIANCE | |
| | • | antial owners of business entities the support obligations throughout the | • |
| | | ectly owns 10% or more of the Disc tions by any Illinois court of compe | |
| []Yes [x]No []] | No person d | irectly or indirectly owns 10% or m | ore of the Disclosing Party. |
| If "Yes," has the person easis the person in compliance | | a court-approved agreement for pay agreement? | ment of all support owed and |
| [] Yes | | | |
| B. FURTHER CERTIFIC | CATIONS | | |
| Procurement Services.] I | n the 5-year | the Matter is a contract being handle period preceding the date of this E efinition in (5) belowl has engaged. | DS, neither the Disclosing |

- 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

Ver.2017-1 Page 6 of 14

| 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: N/A |
|---|
| |
| 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"). |
| |
| 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. |
| C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION |
| The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] 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."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

| MCC Section 2-32 | • | because it or any of its affiliates (as defined in hin the meaning of MCC Chapter 2-32, explain |
|--|---|---|
| | | |
| | the word "None," or no response med that the Disclosing Party cert | appears on the lines above, it will be ified to the above statements. |
| D. CERTIFICATI | ON REGARDING FINANCIAL | INTEREST IN CITY BUSINESS |
| Any words or term | s defined in MCC Chapter 2-156 | have the same meanings if used in this Part D. |
| after reasonable in | | the best of the Disclosing Party's knowledge ee of the City have a financial interest in his or entity in the Matter? |
| [] Yes | [X] No | |
| - | ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed | I to Items D(2) and D(3). If you checked "No" to Part E. |
| official or employed other person or ent taxes or assessmen "City Property Sale | e shall have a financial interest in ity in the purchase of any property ts, or (iii) is sold by virtue of lega | bidding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for I process at the suit of the City (collectively, ken pursuant to the City's eminent domain the meaning of this Part D. |
| Does the Matter in | volve a City Property Sale? | |
| [] Yes | [] No | |
| | | ames and business addresses of the City officials tify the nature of the financial interest: |
| Name | Business Address | Nature of Financial Interest |
| | | |
| 4. The Disclosing | Party further certifies that no pro | hibited financial interest in the Matter will be |

acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

| connection with the Matter voidable by the City. | | | | |
|--|--|--|--|--|
| X_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 profifrom 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. | | | | |
| | | | | |
| 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 Ver.2017-1 Page 9 of 14 | | | | |

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

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 | [X] No | |
| If "Yes," answer the three | questions bel | ow: |
| Have you developed ar federal regulations? (See [] Yes | • | ve on file affirmative action programs pursuant to applicable 60-2.) |
| | the Equal Em | ting Committee, the Director of the Office of Federal Contract apployment Opportunity Commission all reports due under the |
| [] Yes | [] No | [] Reports not required |
| 3. Have you participated a equal opportunity clause? | in any previo | us contracts or subcontracts subject to the |
| | | (2) above, please provide an explanation: |
| | (1) 01 (| |
| - | | ı |

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.

| USA Institutional Tax Credit Fund CXIII L.P By: Richman U.S.A. Tax Credit CXIII LLC, its general partner |
|---|
| (Print or type exact legal name of Disclosing Party) By: Richman Fund Manager, Inc. its managing member By: (Sign here) |
| David A. Salzman |
| (Print or type name of person signing) |
| President |
| (Print or type title of person signing) |
| Signed and sworn to before me on (date) |
| TERESA C BEHAN Notary Public My Commission Expires 94/30/2022 |

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 | [X] No | |
|-------------------|----------------------------|---|
| which such person | is connected; (3) the name | e and title of such person, (2) the name of the legal entity ne and title of the elected city official or department head p, 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.

| | | 10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416? |
|---------|--------------------|---|
| [] Yes | [] No | |
| | • • • | ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section |
| [] Yes | [] No | [] The Applicant is not publicly traded on any exchange. |
| • | cofflaw or problem | entify below the name of each person or legal entity identified n landlord and the address of each building or buildings to which |
| | | |

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

| A. Legal name of the Disclosing Party submitted Credit Capital LLC | ing this EDS. Include d/b/a/ if applicable: | |
|--|---|--|
| Check ONE of the following three boxes: | | |
| the contract, transaction or other undertaking to "Matter"), a direct or indirect interest in excess name: Concord Sheridan, LP | ng this EDS is: Inticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal | |
| OR 3. [] a legal entity with a direct or indirect State the legal name of the entity in which the I Concord Sheridan, LP | t right of control of the Applicant (see Section II(B)(1)) Disclosing Party holds a right of control: | |
| B. Business address of the Disclosing Party: Credit Capital LLC | | |
| 2. Business address of the Bissioning Party. | 3075 Townsgate Road, Suite 330 Westlake Village, CA 91361 | |
| C. Telephone: 310-460-4205 Fax: 310 | 0-393-1504 Email: mirko@creditcapitalllc.com | |
| D. Name of contact person: Mirko D. Jo | kanovic | |
| E. Federal Employer Identification No. (if you | have one): | |
| F. Brief description of the Matter to which this property, if applicable): | EDS pertains. (Include project number and location of | |
| Loan on property from HOME funds for a 111-unit mixed in | come residential development located at 6438 N. Sheridan Road. | |
| | ing this EDS? | |
| If the Matter is a contract being handled by the complete the following: | City's Department of Procurement Services, please | |
| Specification # | and Contract # | |
| | ge 1 of 14 | |

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [] Person [x] Limited liability company [] Limited liability partnership [] Publicly registered business corporation [] Joint venture [] Privately held business corporation [] Sole proprietorship [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] General partnership [] Limited partnership [] Yes [] No [] Other (please specify) [] Trust 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 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? [] Organized in Illinois [] Yes [X] No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: 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. Title Name Mirko D. Jokanovic Managing Member wnership Managing Member Ownership Bruce E. Nelson

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

Mirko D. Jokanovic

3075 Townsgate Road Suite 330 Westlake Village, CA 91361

Bruce E. Nelson

3075 Townsgate Road Suite 330 Westlake Village, CA 91361

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 | [x] No |
|---|-----------------|-------------------|
| Does the Disclosing Party reasonably expect to provide any income or comelected official during the 12-month period following the date of this EDS? | • | ny City [x] No |
| If "yes" to either of the above, please identify below the name(s) of such Cidescribe such income or compensation: | ty elected offi | cial(s) and |
| | | |

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 [x] 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. |
|---|---|---|--|
| None | | | not all acceptable response. |
| | | | |
| (Add sheets if necessary) | | | |
| [x] Check here if the Disc | closing Party | has not retained, nor expects to ret | ain, any such persons or entities. |
| SECTION V CERTIF | CATION | S | |
| A. COURT-ORDERED | CHILD SUI | PPORT COMPLIANCE | |
| | - | ntial owners of business entities the support obligations throughout the | - |
| | - | ectly owns 10% or more of the Disc tions by any Illinois court of compe | • |
| [] Yes [x] No []] | No person d | irectly or indirectly owns 10% or m | ore of the Disclosing Party. |
| If "Yes," has the person en is the person in compliance | | court-approved agreement for paying agreement? | nent of all support owed and |
| [] Yes [] No | | | |
| B. FURTHER CERTIFIC | CATIONS | | |
| Procurement Services.] In Party nor any Affiliated E performance of any public inspector general, or integ | n the 5-year intity [<u>see</u> de c contract, th grity complia | he Matter is a contract being handle period preceding the date of this El efinition in (5) below] has engaged, he services of an integrity monitor, is ance consultant (i.e., an individual of esignated by a public agency to hel | OS, neither the Disclosing in connection with the independent private sector or entity with legal, auditing, |

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.

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).

- 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 incligible 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

Ver.2017-1

| 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: N/A |
|--|
| |
| 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"). |
| 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. N/A |
| C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION |
| The Disclosing Party certifies that the Disclosing Party (check one) is [X] 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 |

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

predatory lender may result in the loss of the privilege of doing business with the City."

| If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in MCC Section 2-32-455(b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach additional pages if necessary): | | |
|--|---|--|
| | onar pages ir necessary). | |
| | " the word "None," or no response a nmed that the Disclosing Party certi | appears on the lines above, it will be fied to the above statements. |
| D. CERTIFICAT | ION REGARDING FINANCIAL I | NTEREST IN CITY BUSINESS |
| Any words or term | ns defined in MCC Chapter 2-156 h | ave the same meanings if used in this Part D. |
| after reasonable in | | ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter? |
| [] Yes | [X] No | |
| • | ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed to | to Items D(2) and D(3). If you checked "No" o Part E. |
| official or employ other person or en taxes or assessmen "City Property Sal | ee shall have a financial interest in tity in the purchase of any property ats, or (iii) is sold by virtue of legal | idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D. |
| Does the Matter in | volve a City Property Sale? | |
| []Yes | [] No | |
| | | mes and business addresses of the City officials fy the nature of the financial interest: |
| Name | Business Address | Nature of Financial Interest |
| | | |
| | | |
| • | g Party further certifies that no probits official or employee. | ibited financial interest in the Matter will be |

Ver.2017-1

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. |
|---|
| X_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 |

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 Ver.2017-1

Page 9 of 14

behalf of the Disclosing Party with respect to the Matter.)

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 | [X] No |
| If "Yes," answer the three | uestions below: |
| federal regulations? (See 4 | • |
| [] Yes | [] No |
| Compliance Programs, or tapplicable filing requirement | |
| [] Yes | [] No [] Reports not required |
| 3. Have you participated i equal opportunity clause? | any previous contracts or subcontracts subject to the |
| [] Yes | [] No |
| If you checked "No" to que | stion (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.

| Credit Capital LLC |
|---|
| (Print or type exact legal name of Diselosing Party) |
| By: Sign here) |
| Mirke D. Jokanovic |
| (Print or type name of person signing) |
| Managing Member |
| (Print or type title of person signing) |
| Signed and sworn to before me on (date) 7/06/17, at Ventura County, California (state). |
| Commission expires: Fcb 7, 2019 |

CLAUDIA C. NEGRETE
Commission # 2099345
Notary Public - California
Los Angeles County
My Comm. Expires Feb 7, 2019

See Attochedujurat

CALIFORNIA JURAT WITH AFFIANT STATEMENT **GOVERNMENT CODE § 8202** $\sqrt{2}$ See Attached Document (Notary to cross out lines 1-6 below) Li See Statement Below (Lines 1-6 to be completed only by document signer[s], not Notary) Signature of Document Signer No. 1 Signature of Document Signer No. 2 (if any) A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document. Subscribed and sworn to (or affirmed) before me State of California County of Vent day of JU/Y , 20/7, Month Year Mirko D. Jokanovic (and (2) Name(s) of Signer(s) CLAUDIA C. NEGRETE proved to me on the basis of satisfactory evidence Commission # 2099345 to be the person(s) who appeared before me. Notary Public - California Los Angeles County My Comm. Expires Feb 7, 2019 Signature Signature of Notary Public Seal Place Notary Seal Above OPTIONAL T Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document. Economic Disclosula and Alfidavit Document Date: **Description of Attached Document** Title or Type of Document Number of Pages: ___ Signer(s) Other Than Named Above: ___

©2014 National Notary Association • www.NationalNotary.org • 1-800-US NOTARY (1-800-876-6827) Item #5910

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 | [X] No | |
|------------------|-----------------------------|--|
| which such perso | n is connected; (3) the nam | e and title of such person, (2) the name of the legal entity to be and title of the elected city official or department head to p, 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.

| | | | O, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416? |
|-----|---------|--------------|--|
| | [] Yes | [] No | |
| the | | | licly traded on any exchange, is any officer or director of ode scofflaw or problem landlord pursuant to MCC Section |
| | [] Yes | [] No | [] The Applicant is not publicly traded on any exchange. |
| as | | or problem l | ntify below the name of each person or legal entity identified landlord and the address of each building or buildings to which |
| | | | |

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

| A. Legal name of the Disclosing Party submitti Richman U.S.A. Tax Credit C | • • • • • |
|--|---|
| Check ONE of the following three boxes: | |
| the contract, transaction or other undertaking to "Matter"), a direct or indirect interest in excess name: Concord Sheridan, LP OR | ticipated to hold within six months after City action on which this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal right of control of the Applicant (see Section II(B)(1)) |
| State the legal name of the entity in which the D | |
| B. Business address of the Disclosing Party: Richman U.S.A. Tax Credit CXIII | |
| 5 | 340 Pemberwick Road, Greenwich, CT 06831 |
| C. Telephone: 203-869-0900 Fax: | salzmand@richmancapital.com Email: |
| D. Name of contact person: David A. Sa | alzman |
| E. Federal Employer Identification No. (if you | |
| F. Brief description of the Matter to which this property, if applicable): | EDS pertains. (Include project number and location of |
| Loan on property from HOME funds for a 111-unit mixed inc | come residential development located at 6438 N. Sheridan Road. |
| G. Which City agency or department is requesti | ing this EDS? Department of Planning and Development |
| If the Matter is a contract being handled by the complete the following: | City's Department of Procurement Services, please |

Specification # _____ and Contract # _____

Ver.2017-1 Page 1 of 14

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [x] Limited liability company [] Person [] Limited liability partnership [] Publicly registered business corporation [] Joint venture Privately held business corporation Not-for-profit corporation [] Sole proprietorship (Is the not-for-profit corporation also a 501(c)(3))? [] General partnership [] Limited partnership [] Yes []No [] Other (please specify) [] Trust 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 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? [] Organized in Illinois []Yes [X] No 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. Title Name Richman Fund Manager, Inc. Managing Member -Member Richard Paul Richman

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

Member

David A. Salzman

| NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf. | | | | |
|--|--|--|-----------------------------|-------------------------|
| Name Richard Paul Richman | Business Address 340 Pemberwick Road Greenwich, CT 06831 | Percentage In | nterest in the | Applicant |
| SECTION III INCOFFICIALS | COME OR COMPENSATION TO, | OR OWNERSH | нр ву, сіт | Y ELECTED |
| | arty provided any income or compensaceding the date of this EDS? | ation to any City | elected offici | al during the [x] No |
| - | Party reasonably expect to provide any g the 12-month period following the d | | | ny City [x] No |
| If "yes" to either of the describe such income | ne above, please identify below the nare or compensation: | ne(s) of such City | y elected offi | cial(s) and |
| inquiry, any City electory Chapter 2-156 of the [] Yes If "yes," please ident | d official or, to the best of the Disclosicted official's spouse or domestic partrial Municipal Code of Chicago ("MCC") [x] No ify below the name(s) of such City electrics. | ner, have a finance) in the Disclosing | ial interest (a g Party? | s defined in |
| • • | ify below the name(s) of such City elected the financial interest(s). | cted official(s) an | id/or spouse(| s)/domestic |

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

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.

state "None."

| 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 | |
|---|--|---|--|--|
| None | | | not an acceptable response. | |
| | | | | |
| (Add sheets if necessary) | | | | |
| [x] Check here if the Disc | closing Party | y has not retained, nor expects to re | tain, any such persons or entities. | |
| SECTION V CERTII | FICATION | \mathbf{S} | | |
| A. COURT-ORDERED | CHILD SU | PPORT COMPLIANCE | | |
| | | antial owners of business entities the support obligations throughout the | | |
| | - | ectly owns 10% or more of the Disc tions by any Illinois court of compe | The state of the s | |
| [] Yes [X] No [] | No person d | lirectly or indirectly owns 10% or m | nore of the Disclosing Party. | |
| If "Yes," has the person e is the person in complian | | a court-approved agreement for pay agreement? | ment of all support owed and | |
| [] Yes | | | | |
| B. FURTHER CERTIFI | CATIONS | | | |
| Procurement Services.] I Party nor any Affiliated I performance of any publi inspector general, or integinvestigative, or other sin | n the 5-year thity [see decorate decora | the Matter is a contract being handle period preceding the date of this E efinition in (5) below] has engaged, he services of an integrity monitor, ance consultant (i.e., an individual designated by a public agency to he as well as help the vendors reform t | DS, neither the Disclosing in connection with the independent private sector or entity with legal, auditing, up the agency monitor the | |

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.

can be considered for agency contracts in the future, or continue with a contract in progress).

- 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

| | 1. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further ertifications), the Disclosing Party must explain below: | | |
|---------------|---|--|--|
| | | | |
| | the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively esumed that the Disclosing Party certified to the above statements. | | |
| m of | 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 Ci of Chicago (if none, indicate with "N/A" or "none"). | | |
| the of the po | To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a emplete 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 ficial, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything ade generally available to City employees or to the general public, or (ii) food or drink provided in a course of official City business and having a retail value of less than \$25 per recipient, or (iii) a solitical contribution otherwise duly reported as required by law (if none, indicate with "N/A" or one"). As to any gift listed below, please also list the name of the City recipient. | | |
| <u>С</u> . | CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION | | |
| 1. | The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not | | |
| | a "financial institution" as defined in MCC Section 2-32-455(b). | | |

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further

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

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."

| MCC Section 2-32 | | because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain |
|--|---|--|
| | " the word "None," or no response a nmed that the Disclosing Party certi | ppears on the lines above, it will be lied to the above statements. |
| D. CERTIFICATI | ION REGARDING FINANCIAL II | NTEREST IN CITY BUSINESS |
| Any words or term | ns defined in MCC Chapter 2-156 h | ave the same meanings if used in this Part D. |
| after reasonable in | | ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter? |
| [] Yes | [X] No | |
| • | ecked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to | to Items D(2) and D(3). If you checked "No" Part E. |
| official or employed other person or ent taxes or assessment "City Property Sal | ee shall have a financial interest in latity in the purchase of any property ats, or (iii) is sold by virtue of legal | idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D. |
| Does the Matter in | volve a City Property Sale? | · · · · · · · · · · · · · · · · · · · |
| [] Yes | [] No | |
| | | mes and business addresses of the City officials fy the nature of the financial interest: |
| Name | Business Address | Nature of Financial Interest |
| | | |
| • | g Party further certifies that no prohity official or employee. | ibited financial interest in the Matter will be |

Ver.2017-1 Page 8 of 14

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. |
|---|
| X 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 or 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 Ver.2017-1

Page 9 of 14

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 | [X] No | |
| If "Yes," answer the three of | questions bel | ow: |
| Have you developed an federal regulations? (See 4 Yes | • | ve on file affirmative action programs pursuant to applicable 60-2.) |
| | he Equal Em | ting Committee, the Director of the Office of Federal Contract aployment Opportunity Commission all reports due under the |
| [] Yes | [] No | [] Reports not required |
| 3. Have you participated in equal opportunity clause? | n any previo | us contracts or subcontracts subject to the |
| [] Yes | [] No | |
| If you checked "No" to que | stion (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.

| Richman U.S.A. Tax Credit CXIII LLC by the M. | | | |
|--|---|--|--|
| By Richman Fund Mana | Ger Inc. its managing member | | |
| (Print or type exact legal nar | <u>ger, Inc., its managing</u> member <u>ne</u> of Disclosing Party) | | |
| By: (Sign here) | l folp | | |
| David A. Salzma | n | | |
| (Print or type name of person | n signing) | | |
| President | • | | |
| (Print or type title of person signing) | | | |
| Signed and sworn to before me on (date) July 11, 2017, at Fairfield County, Connecticut (state). | | | |
| at County, (state). | | | |
| Juen OSA | | | |
| Notary Public | TO A O DELIAN | | |
| Commission avaisas | TERESA C BEHAN Notary Public My Commission Expires 04/30/2022 | | |
| Commission expires: | | | |

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 | [X] No | |
|-------------------|---------------------------|--|
| which such person | is connected; (3) the nam | e and title of such person, (2) the name of the legal entity to be and title of the elected city official or department head to p, 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.

| | | 10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416? |
|---|-------------------|---|
| [] Yes | [] No | |
| ~ ~ | ~ . | ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section |
| [] Yes | [] No | [] The Applicant is not publicly traded on any exchange. |
| • | offlaw or problen | lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which |
| | | |

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

| A. Legal name of the Disclosing Party submitted Richman Fund Manager, Inc. | • • • • | | |
|--|--|--|--|
| Check ONE of the following three boxes: | | | |
| the contract, transaction or other undertaking to "Matter"), a direct or indirect interest in excess name: Concord Sheridan, LP | ng this EDS is: Inticipated to hold within six months after City action or owhich this EDS pertains (referred to below as the of 7.5% in the Applicant. State the Applicant's legal | | |
| OR 3. [] a legal entity with a direct or indirec State the legal name of the entity in which the I | t right of control of the Applicant (see Section II(B)(1)) Disclosing Party holds a right of control: | | |
| B. Business address of the Disclosing Party: Richman Fund Manager, Inc. | | | |
| D. Business address of the Biscissing Party. | 340 Pemberwick Road, Greenwich, CT 06831 | | |
| C. Telephone: 203-869-0900 Fax: | salzmand@richmancapital.com Email: | | |
| D. Name of contact person: David A. Sa | alzman | | |
| E. Federal Employer Identification No. (if you | have one): | | |
| F. Brief description of the Matter to which this property, if applicable): | EDS pertains. (Include project number and location o | | |
| Loan on property from HOME funds for a 111-unit mixed in | come residential development located at 6438 N. Sheridan Road. | | |
| G. Which City agency or department is request | ing this EDS? | | |
| If the Matter is a contract being handled by the complete the following: | City's Department of Procurement Services, please | | |
| Specification # | and Contract # | | |
| Ver.2017-1 Pag | ge 1 of 14 | | |

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

| Indicate the nature of the Disclosing Par Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust | ty: [] Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify) |
|--|--|
| 2. For legal entities, the state (or foreign count | ry) of incorporation or organization, if applicable: |
| Delaware | |
| 3. For legal entities not organized in the State of business in the State of Illinois as a foreign entities. | |
| [] Yes [X] No | [] Organized in Illinois |
| B. IF THE DISCLOSING PARTY IS A LEGA | L ENTITY: |
| the entity; (ii) for not-for-profit corporations, are no such members, write "no members which similar entities, the trustee, executor, administralimited partnerships, limited liability comparison." | olicable, of: (i) all executive officers and all directors of all members, if any, which are legal entities (if there is are legal entities"); (iii) for trusts, estates or other rator, or similarly situated party; (iv) for general or nies, limited liability partnerships or joint ventures, ger or any other person or legal entity that directly or of the Applicant. |
| NOTE: Each legal entity listed below must sub | mit an EDS on its own behalf. |
| Name See Attached | Title |
| | |
| indirect, current or prospective (i.e. within 6 mo ownership) in excess of 7.5% of the Applicant. | ncerning each person or legal entity having a direct or onths after City action) beneficial interest (including Examples of such an interest include shares in a or joint venture, interest of a member or manager in a |

City of Chicago

Economic Disclosure Statement and Affidavit

For Richman Fund Manager, Inc.

Section II-B

Richman Fund Manager, Inc., Officers

Richard Paul Richman

Chairman of the Board

David A. Salzman

President and Assistant Secretary

William W. Traylor

Executive Vice President

Michael J. Ramires

Executive Vice President

Stephen Daley

Executive Vice President

Jason Wilber

Executive Vice President

Joanne D. Flanagan

Vice President

Gina K. Dodge

Secretary

James P. Hussey

Treasurer

Steven Palermo

Assistant Treasurer

Charles L. Krafnick

Assistant Treasurer

| Richard Paul Richman | Business Address 340 Pemberwick Road Greenwich, CT 06831 | Percentage Interest in th | e Applicant |
|--|--|-------------------------------------|------------------------|
| | ; | | |
| SECTION III IN | COME OR COMPENSATION TO, O | R OWNERSHIP BY, CI | TY ELECTE |
| | earty provided any income or compensaticeding the date of this EDS? | on to any City elected offi [] Yes | cial during the [X] No |
| <u> </u> | Party reasonably expect to provide any ig the 12-month period following the date | - | any City [X] No |
| If "yes" to either of the describe such income | ne above, please identify below the name or compensation: | e(s) of such City elected of | ficial(s) and |
| inquiry, any City elec | d official or, to the best of the Disclosing cted official's spouse or domestic partner Municipal Code of Chicago ("MCC")) in [] No | , have a financial interest (| |
| | ify below the name(s) of such City elected | ed official(s) and/or spouse | c(s)/domestic |

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

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.

state "None."

| • | 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. |
|--|---|--|--|
| | | | |
| (Add sheets if necessary) | | | |
| [X] Check here if the Discl | losing Party | y has not retained, nor expects to re- | tain, any such persons or entities. |
| SECTION V CERTIFI | ICATION | S | |
| A. COURT-ORDERED C | CHILD SUI | PPORT COMPLIANCE | |
| | | antial owners of business entities the support obligations throughout the | |
| | | ectly owns 10% or more of the Disc tions by any Illinois court of compe | |
| [] Yes [X] No [] N | lo person d | irectly or indirectly owns 10% or m | ore of the Disclosing Party. |
| If "Yes," has the person entity is the person in compliance | | a court-approved agreement for payagreement? | ment of all support owed and |
| []Yes []No | | | |
| B. FURTHER CERTIFIC. | ATIONS | , | |
| Procurement Services.] In Party nor any Affiliated En- performance of any public inspector general, or integr investigative, or other simi activity of specified agency | the 5-year ntity [see do contract, the compliant it is skills, do yendors a | he Matter is a contract being handled period preceding the date of this Electinition in (5) below] has engaged, the services of an integrity monitor, ance consultant (i.e., an individual of designated by a public agency to help as well as help the vendors reform that in the future, or continue with a contract of the services. | DS, neither the Disclosing in connection with the independent private sector or entity with legal, auditing, p the agency monitor the neir business practices, so they |

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.

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee,

- 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

Ver.2017-1

| 11. If the Disclosing Party is unable to certify to any of the above statements in this Pa Certifications), the Disclosing Party must explain below: N/A | art B (Further |
|--|---|
| If the letters "NA," the word "None," or no response appears on the lines above, it will | he conclusively |
| presumed that the Disclosing Party certified to the above statements. | oc conclusivery |
| 12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the follows complete list of all current employees of the Disclosing Party who were, at any time due month period preceding the date of this EDS, an employee, or elected or appointed office of Chicago (if none, indicate with "N/A" or "none"). | ring the 12- |
| 1 | |
| 13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following complete list of all gifts that the Disclosing Party has given or caused to be given, at any the 12-month period preceding the execution date of this EDS, to an employee, or elected official, of the City of Chicago. For purposes of this statement, a "gift" does not include made generally available to City employees or to the general public, or (ii) food or drink the course of official City business and having a retail value of less than \$25 per recipied political contribution otherwise duly reported as required by law (if none, indicate with "none"). As to any gift listed below, please also list the name of the City recipient. N/A | y time during ed or appointed e: (i) anything k provided in ent, or (iii) a |
| C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION | |
| The Disclosing Party certifies that the Disclosing Party (check one) is [X] 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. Valender that none of our affiliates is, and none of them will become, a predatory lender as | |

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

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."

| If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in MCC Section 2-32-455(b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach additional pages if necessary): | | | |
|---|--|--|--|
| | | | |
| 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. | | | |
| D. CERTIFICATION REGARDING FINANCIAL INTEREST IN CITY BUSINESS | | | |
| Any words or terms defined in MCC Chapter 2-156 have the same meanings if used in this Part D. | | | |
| 1. In accordance with MCC Section 2-156-110: To the best of the Disclosing Party's knowledge after reasonable inquiry, does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter? | | | |
| [] Yes [X] No | | | |
| NOTE: If you checked "Yes" to Item D(1), proceed to Items D(2) and D(3). If you checked "No" to Item D(1), skip Items D(2) and D(3) and proceed to Part E. | | | |
| 2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the City (collectively, "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain power does not constitute a financial interest within the meaning of this Part D. | | | |
| Does the Matter involve a City Property Sale? | | | |
| []Yes []No | | | |
| 3. If you checked "Yes" to Item D(1), provide the names and business addresses of the City officials or employees having such financial interest and identify the nature of the financial interest: | | | |
| Name Business Address Nature of Financial Interest | | | |
| | | | |
| | | | |

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

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. |
| X_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 |
| 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 pa |

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 Ver.2017-1

Page 9 of 14

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 A | Applicant? | • |
|--|-----------------------------|---|
| [] Yes | [X] No | · |
| If "Yes," answer the three q | uestions below: | |
| federal regulations? (See 4 | | rmative action programs pursuant to applicable |
| • | e Equal Employment Op | ee, the Director of the Office of Federal Contractoportunity Commission all reports due under the |
| [] Yes | [] No [] Reports | not required |
| Have you participated ir equal opportunity clause? | any previous contracts o | or subcontracts subject to the |
| [] Yes | [] No | |
| If you checked "No" to ques | tion (1) or (2) above, plea | ase 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.

| Richman Fund IV | /lanager, Inc. |
|--|---|
| (Print or type exact legal na | me of Disclosing Party) |
| By: (Sign here) | ulfuly |
| David A. Salzma | an ` |
| (Print or type name of person | on signing) |
| President | |
| (Print or type title of person | signing) |
| Signed and sworn to before at Fairfield County Notary Public | me on (date) <u>July</u> 11, 2017, Connecticut (state). |
| Commission expires: | TERESA C BEHAN Notary Public My Commission Expline 04/30/2022 |

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 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 | [x] No | |
|-------------------|---------------------------|--|
| which such person | is connected; (3) the nan | ne and title of such person, (2) the name of the legal entity to me and title of the elected city official or department head to ip, 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.

| | | 10, is the Applicant or any Owner identified as a building code at to MCC Section 2-92-416? |
|---|-------------------|--|
| [] Yes | [] No | |
| • • | ~ . | ublicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section |
| [] Yes | [] No | [] The Applicant is not publicly traded on any exchange. |
| • | offlaw or problem | lentify below the name of each person or legal entity identified n landlord and the address of each building or buildings to which |
| | | |