

## Office of the City Clerk

City Hall 121 N. LaSalle St. Room 107 Chicago, IL 60602 www.chicityclerk.com

### Legislation Details (With Text)

File #: SO2020-878

Type: Ordinance Status: Passed

File created: 2/19/2020 In control: City Council

**Final action:** 5/20/2020

Title: Support of Class L tax incentive for property(s) at 226 W Jackson Blvd

**Sponsors:** Lightfoot, Lori E.

Indexes: Class L

Attachments: 1. SO2020-878.pdf, 2. O2020-878.pdf

Date	Ver.	Action By	Action	Result
5/20/2020		City Council	Passed as Substitute	Pass
3/10/2020	1	Committee on Economic, Capital and Technology Development	Recommended to Pass	
3/10/2020	1	Committee on Economic, Capital and Technology Development	Substituted in Committee	
2/19/2020	1	City Council	Referred	

### SUBSTITUTE ORDINANCE

WHEREAS, the City of Chicago (the "City") \s a home rule unit of government under Section 6(a), Article VII of the 1970 Constitution of the State of Illinois authorized to exercise any power and perform any function pertaining to its government and affairs; and

WHEREAS, the Cook County Board of Commissioners has enacted the Tax Incentive Ordinance, Classification System for Assessment, as amended from time to time (the "County Ordinance"), which establishes the Class L property tax classification to encourage the preservation and rehabilitation of certain historically and architecturally significant buildings, which will enhance the general character of real estate in the county and contribute to the economic well-being of the county by increasing the level of economic activity, increasing employment opportunities and contributing to the long-term growth ofthe real property tax base; and

WHEREAS, Phoenix 226 Central Loop Owner LLC, an Illinois limited liability company (the "Owner"), is the owner of the historic building (the "Building") located at 226 West Jackson Boulevard in Chicago, Illinois, as more precisely described in Exhibit 1 attached hereto and hereby made a part hereof (the land and improvements hereon being herein referred to as the "Project Real Estate"); and

WHEREAS, it is expected that the City Council of the City (the "City Council") will adopt an ordinance designating the Building as a Chicago Landmark pursuant to the criteria established in Section 2-120-580 et seq. ofthe Municipal Code of Chicago, and such designation as a Chicago Landmark would meet the definition of Landmark pursuant to the County Ordinance; and

WHEREAS, the Owner proposes to rehabilitate the Building, thereby preserving the historic building, increasing employment opportunities in the area and contributing to the long-term growth ofthe real property tax base (the "Project"); and

WHEREAS, the redevelopment objective of the City in connection with the Project Real Estate is exterior and interior rehabilitation, and

WHEREAS, the Owner intends to use the Building for commercial purposes after the Project is completed by operating the Building as two separate hotels containing, collectively, approximately 350 rooms, associated amenity spaces and approximately 3700 square feet of bar and event space (the "Intended Use"), and <sup>5</sup>

WHEREAS, it is anticipated that the Project may require a transfer of a beneficial interest in the Owner to one or more entities who will receive an allocation of federal historic rehabilitation tax credits ("Tax Credit Investors"); and

WHEREAS, the Owner has applied to the Office of the Assessor of Cook County, Illinois (the "Assessor"), for designation of the Project Real Estate as a Class L classification eligible for certain real estate tax incentives pursuant to ihe County Ordinance and

WHEREAS, pursuant to the County Ordinance, the Class I., classification is available to real estate which is to be used for commercial or industrial purposes and which (1) is a Landmark

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(as defined in the County Ordinance); and (2) has undergone Substantial Rehabilitation ,(as defined in the County Ordinance), which constitutes ah investment by the owner of at least 50 percent of the building's full market value as determined by the Assessor in the assessment year prior to the commencement ofthe Substantial Rehabilitation; and the Class I\_ incentive shall apply to the building only, except that if the entire building has been vacant and unused for at least 24 continuous months prior to the filing of the eligibility application with the Assessor, the land upon which the building is situated shall be eligible for the incentive; and

WHEREAS, the County Ordinance requires that, in connection with the filing of a Class L eligibility application with the Assessor, an applicant must obtain from the unit of local government in which the real estate is located, an ordinance or resolution which expressly states, among other things, that the local government: 1) has determined that the incentive provided by Class I\_ is necessary for the Substantial Rehabilitation of the property; 2) supports and consents to the granting of the incentive; and 3) has reviewed and accepted its Preservation Commission's (as defined in the County Ordinance) written recommendation of the Project for the Class L incentive, specifying the Project budget and proposed scope of; the work, which meets or exceeds the Standards of the United States Department of the Interior for Rehabilitation, Preservation, Restoration, and Reconstruction of historic properties; and

WHEREAS, the City is a Certified Local Government as defined in the County Ordinance and has established the City of Chicago Commission on Chicago Landmarks (the "Landmarks Commission"), and such Landmarks Commission is a Preservation Commission (as defined in the County Ordinance); and

WHEREAS, on January 9, 2020, the Landmarks Commission issued an amended and restated written recommendation of the Project to the City Council recommending that the Project be approved by the Assessor for the Class L incentive, a copy of which is attached hereto as Exhibit 2 and hereby made a part hereof; and

WHEREAS, the Project Real Estate shall have been occupied and used for the 24-month period prior to the filing of the Class L eligibility application with the Assessor, making the Class L incentive applicable to the Building only, and

WHEREAS, the Department of Planning and Development of the City ("DPD") has reviewed the proposed

Project, has determined that it meets the necessary eligibility requirements for Class L designation, and hereby recommends to City Council that the City expressly determine by ordinance, among other things, that: I) the incentive provided by Class L is necessary for the Substantial Rehabilitation of the Project Real Estate, 2) the City supports and consents to the granting ofthe incentive; and 3) the City has reviewed and accepted the Landmarks Commission's written recommendation of the Project for the Class L incentive, specifying the Project budget and proposed scope of the work, and specifying that the Project meets or exceeds the Standards of the United States Department of the Interior for Rehabilitation, Preservation, Restoration, and Reconstruction of historic properties: now, therefore,

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

SECTION 1. The above recitals are hereby expressly incorporated as if fully set forth herein

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SECTION 2. The City hereby determines that the incentive provided by Class L is necessary for the Substantial Rehabilitation of the Project Real Estate

SECTION 3. The City hereby expressly supports and consents to the granting of the Class L incentive. The City's support and consent to the grant of certification for the Class L incentive for the Project Real Estate is expressly conditioned upon the substantial completion of the Project as proposed by the Owner and approved by the City, both upon completion of the Substantial Rehabilitation of the Project Real Estate and during the term of the Class L incentive.

SECTION 4. The Project is anticipated to be completed by June 30, 2021. The Commissioner of DPD (the "Commissioner") or a designee of the Commissioner (together with the Commissioner, an "Authorized Officer") shall have discretion to extend the construction completion date by issuing a written extension letter in response to a written request from the Owner. To the extent that the Project Real Estate is not rehabilitated, used or maintained during the term ofthe Class L incentive in a manner which is substantially consistent with the approved Project or Intended Use, as determined by the Authorized Officer, the Authorized Officer is hereby authorized to take such steps as may be necessary and appropriate to withdraw the City's support and consent to the Class L incentive, which may cause the Class L certification to be terminated or revoked.

SECTION 5. The City has reviewed and hereby accepts the Landmarks Commission's amended and restated written recommendation of the Project for the Class L incentive, which specifies the Project budget and proposed scope ofthe work, and which specifies that the Project meets or exceeds the Standards of the United States Department of the Interior for Rehabilitation, Preservation, Restoration, and Reconstruction of historic properties, a copy of which is attached hereto as Exhibit 2 and made a part hereof.

SECTION 6. The Economic Disclosure Statement, as defined in the County Ordinance, has been received and filed by the City.

SECTION 7. The Authorized Officer is hereby authorized to deliver a certified copy of this Ordinance to the Assessor and to furnish such additional information as may be required in connection with the filing of the application by the Owner with the Assessor for Class L designation of the Project Real Estate.

SECTION 8. The Authorized Officer is hereby authorized to enter into and execute such instruments and agreements, and perform any and all acts as shall be necessary or advisable in connection with the Project, or such other terms and conditions as may be imposed or approved in connection with the Project by the Authorized Officer.'

SECTION 9. The Authorized Officer is hereby authorized to approve minor changes in the scope of work and budget delineated on Exhibits A and B to Exhibit 2 hereof, provided that changes in the Building conditions warrant such

changes and will not change the suitability of the Project Real Estate for the Intended Use (all as determined in the sole discretion of the Authorized Officer) Changes to the Project budget delineated on Exhibit A to Exhibit 7 shall not require prior City approval provided that the Project is substantially completed in accordance with the scope of work defined in Exhibit B to Exhibit 7, and achieves the minimum investment required for Class L

eligibility

SECTION 10. Upon request by the Owner for a final determination of the eligibility of the Project Real Estate for the Class L incentive by the Landmarks Commission pursuant to the County Ordinance upon completion of the Substantial Rehabilitation of the Project Real Estate, the Authorized Officer shall verify that the work performed substantially conforms to the Project approved by the City and that the Project Real Estate is eligible for the Class L incentive (the "Final Determination").

SECTION 11. Any conveyance of all or a portion of the Project Real Estate by the Owner before the Final Determination shall render the support and consent of the City for the Class L incentive set forth hereunder in connection with the Project null and void. Any renewed support and consent of the City for the Class L incentive contemplated -in connection with the Project undertaken by a successor in interest to the Owner of the Project Real Estate prior to the Final Determination shall require additional authorization by the City Council. Any change prior to the Final Determination in the direct owners in excess of 7.5% of the Owner or who constitute the direct or indirect controlling parties ofthe Owner, as determined by the Corporation Counsel (an "Ownership Change"), shall render the support and consent of the City for the Class L incentive set forth hereunder in connection with the Project null and void, unless such Ownership Change is approved by the Authorized Officer in his or her discretion. This Section shall not apply to the transfer of a beneficial interest in the Owner to Tax Credit Investors with respect to the Project, or to the transfer of a leasehold interest in the Project Real Estate to a master tenant entity owned in whole or in part by one or more Tax Credit Investors, provided that such transfers do not involve a change to the direct or indirect controlling parties of the Owner.

SECTION 12. No permit fee waiver(s) pursuant to Section 2-120-815 of the Municipal Code of Chicago from the City related to the Project Real Estate shall be granted to the Owner during the rehabilitation of the Project and prior to the expiration of the Class L incentive related to the Project Real Estate.

SECTION 13. To the extent that any ordinance, resolution, 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 be controlling. If any section, paragraph, clause or provision 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 14. This Ordinance shall be effective from and after its passage and approval. EXHIBIT 1

LEGAL DESCRIPTION

(Subject to final title and survey)

Permanent Index Numbers: 17-16-219-001

Address Commonly known as:

226 West Jackson Boulevard, Chicago

LOTS 23, 24, 25, 26, 27, 28, 29, 30, 31 AND LOT 52 IN THE SUBDIVISION OF BLOCK 92 IN SCHOOL SECTION ADDITION TO CHICAGO IN SECTION 16, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

**EXHIBIT 2** 

Commission on Chicago Landmarks Recommendation to the City Council

- see attached

### CITY OF CHICAGO COMMISSION ON CHICAGO LANDMARKS January 9, 2020

## AMENDED AND RESTATED RECOMMENDATION TO THE CITY COUNCIL THAT A CLASS L REAL ESTATE TAX REDUCTION BE APPROVED FOR

# 226 W. Jackson Boulevard Chicago & North Western Railway Office Building

### To the Mayor and Members of the City Council of the City of Chicago:

Whereas., the Commission on Chicago Landmarks (the "Commission") has reviewed an application for the proposed exterior and interior rehabilitation of the building at 226 W.Jackson Boulevard (the "Building," and its rehabilitation, the "Project"), pursuant to the Cook County Real Property Assessment Classification Ordinance, as amended (the "County Ordinance"), and its requirements governing the Class L real estate tax incentive (the "Class L"); and

Whereas, the Building was preliminarily recommended as a Chicago Landmark by the Commission on November 7, 2019; and

Whereas, the Commission now desires to amend and restate its November 7, 2019 preliminary recommendation to add an amended Exhibit A and iixhibit C attached hereto; now, therefore

### THE COMMISSION ON CHICAGO LANDMARKS HEREBY:

- 1. Incorporates the above recitals; and
- 2. Finds, based on (he Project's budget and proposed scope of work, incorporated herein and attached as Exhibits A, B and C respectively, that the Project meets or exceeds the Secretary of the Interior's Standards for the Rehabilitation of Historic Building,,-; and
- i. Finds that the Project meets the eligibility criteria for the Class L incentive specified in the County Ordinance;
- 4. Recommends, conditioned upon a final determination by the Commission and the City

Council to designate the building, as a Chicago Landmark, that the Project be approved

for the Class L. incentive.

The above recommendation was passed '\bullet ...\bullet < i...i , 2020 but shall be effective as ofthe November 7, 201 9 date\>lj the original pVeliminaiy recommendation.

Hated: 
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,..., , Rafael iVI. Leon Chairman

### EXHIBIT A PROJECT BUDGET

Category	Non-Eligible Cost!	Class L Eligible Costs	Total Costs
1. Building Acquisition	\$32,675,000	-	\$32,675,000
2. Acquisition Closing Costs	\$82G,750	-	\$826,750
3. Hard Costs [List Hard Costs Below]			
Demolition / Site		\$4,908,503	\$4,908,503
Concrete		\$740,231	\$740,231
Masonry			
Granite Repairs		\$94,6S6	\$94,656
Brick Masonry Repairs		\$384,093	\$384,093
Terra Cotta Repairs		\$302,462	\$302,462
Cast Iron Repairs		\$173,999	\$173,999
Wood Component Repairs		\$7,404	\$7,404
Sealant Replacement		\$565,681	\$565,681
Replace Window Glazing Gasket		Inc. Above	Inc. Above
Prep and Cleaning of Complete Facade		\$716,704	\$716,704
Other Masonry		\$225,591	\$225,591
Metals		\$2,502,418	\$2,502,418
Wood/Plastics		\$2,112,387	\$2,112,387
Thermal/Moisture Protection			
Membrane Roofing		\$1,024,273 ,	\$1,024,273
Green Roof		\$82,005	\$82,005
Other Thermal/Moisture Protection	-	\$986,537	\$986,537
Doors/Windows		\$2,733,165	\$2,733,165
Finishes	\$1,912,680	\$11,050,136	. \$12,962,816
Specialties	\$792,468		\$792,468
Equipment	\$1,015,035		\$1,015,035
Conveying Systems		\$1,928,344	\$1,928,344
Mechanical		\$13,910,12S	\$13,910,125
Electrical		\$8,213,824	\$8,213,824
General Conditions		\$2,597,442	\$2,597,442
Insurance		\$589,327	\$\$89,327
Overhead & Fee		\$1,507,483	\$1,507,483
Contractor and Design Contingencies	\$3,787,536	\$373,961	\$4,161,497
FRP Cornice		\$822,768	\$822,768
Preliminary Budget Contingency !5%) less Cornice	\$375,386	\$2,063,770	\$2,439,156
Total Hard Costs	\$7,883,105	\$60,617,289	\$68,500,394
4. Soft Costs			
Permit Fees		\$345,000	\$345,000
AfiE		\$2,264,900	\$2,264,900

File #: SO2020-878, Version: 1

Consulting	\$300,000	\$1,025,873	\$1,325,873
Legal		\$785,118	\$785,118
Insurance		\$940,065	\$940,065
Development Management		\$3,644,380	\$3,644,380
Debt and Equity Construction loan Interest	\$3,509,967		\$3,509,967
Other financing & Closing Costs	<b>\$</b> ■1,069,325		\$4,069,325
Preliminary Budget Contingency (5%)	\$ 192,45-1	\$482,891	\$675,345
Other Soft Costs		\$3,996,872	\$3,996,872
Total Soft Costs	\$8,071,745	\$13,485,099	\$21,556,845
S. Furniture, Fixtures, & Equipment			
Furniture, Fixtures, & Equipment	\$8,53-1,-123		\$8,534,423
Preliminary Bucget Contingency (5%)	\$-176,721		\$426,771
Total Furniture, Fixtures, & Equipment	\$8,961,1-14		\$8,961,144
6. Operator Supplies & Equipment / Technology			
Operator Supplies & Equipment / Technology	\$3,3-10,229		\$3,3-10,229
Preliminary Budge; Contingency (5%)	\$167,011		\$167,011
Total Operator Supplies & Equipment / Technology	\$3,507,240		\$3,507,240
I <sup>i</sup> rn ccl Totnl Costs	\$61,924,384	S74,102,388	\$136,027,372

### **EXHIBIT B**

### CHICAGO & NORTH WESTERN RAILWAY OFFICE BUILDING (226 W. Jackson) SCOPE OF WORK

General, All work affecting the significant historical and architectural features shall be clone in accordance with the following:

The City of Chicago's building permit review procedures and the Landmarks Ordinance, 2-120-

580 et seq. of the Municipal Code of Chicago.

The review and approval of the Commission.

The U.S. Secretary of the Interior's Standards for the Rehabilitation of Historic Buildings (the "Standards") and the Guidelines for Alterations to Historic Buildings and New Construction, adopted by the Commission on March 4, 1992. Historic photographs, architectural drawings, and any other available archival documentation of the building, unless alteration from the same are agreed to by the Commission, to be investigated and assembled by the property owner. Drawings prepared by Hartshorne Plunkard Architecture dated August 23^ 2019, revised drawings dated September 18, 2019, with additional updated sheets submitted for permit October 25, 2019, facade condition assessment summary report prepared by Klein & Hoffman dated May 29, 2019 and corresponding repair drawings dated September 18, 2019, and any Commission/PRC conditions of approval.

Required Approvals. All work must be submitted to the Commission staff for prior review and approval. The Commission staff may require as part of its review, as appropriate, material and replacement material samples, paint colors and finishes, shop drawings, specifications, mock-ups, test patches, and control samples.

### Required Work.

Exterior.

Work shall include:

Masonry repairs, including tuckpointing. will be performed as necessary to address all condition issues.

All facades will be cleaned using the gentlest means possible.

A stone door surrounds and pediment will be reintroduced based on historic photos at the secondary entrance on Franklin.

At the non-historic south glass facade along Jackson Blvd., two side entries will be removed and a new center entry installed

A new sill cut will be made on the Quincy facade to allow relocation of the loading area currently located on the principle l

-'ranklin facade.

The majority of the existing windows will be retained and repaired and will remain non-operable. Areas of cast-iron mullions, sills, and jambs will be retained and repaired as needed. One bay of windows at the easternmost side of the north (Quincy) elevation will be added from the first floor to the sixth floor for new hotel rooms.

Non-historic infill within select basement window openings will be removed and replaced with new clerestory windows to match historic conditions.

Brick parapets shall be coaled lo match the sunounding stone.

Interior:

Work shall include

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Demolition of all interior non-load bearing walls and finishes, and select areas of masonry load-bearing masonry walls. Structural work to include: repair or replacement of clay tile and steel structural elements; replace roof deck and structure 100% with new metal deck with concrete infill. Conversion of building to a hotel use with approximately 350 rooms and associated amenities. The existing bank of five elevators will be retained and divided to service the two separate hotel uses. The existing freight elevator will be retained and reconfigured for use as the elevator to the roof and a new loading elevator will be added to the north side ofthe building (West Quincy Street) serving the basement and first floor. Historic elevator lobby locations and plan will be retained; and historic finishes will be retained and revealed The two historic stairs, at the east and north, will be retained. A third stair at the center of the building will be removed above the second floor, and remain from the second floor to the basement. Historic stairs will be extended up to the new addition.

All existing obsolete mechanical, electrical, plumbing, and fire protection systems will be removed and new code compliant systems installed in addition to upgrades to bring the building in to conformance with the City's High Rise ordinance - including all life safety, accessibility and energy code requirements.

New mechanical units will be installed primarily in current attic space on the 15<sup>th</sup> floor and will not be visible lo the public. Additional individual floor systems, where required, will be concealed and located so as not to damage or compromise significant historic fabric.

### Sustainable Features:

Exceed Energy Code by 5% - 20 Points

- 50% Green Roof- 10 Points Proximity to Transit 5 Points
- CTA Digital Displays 5 Points
- 80% Waste Diversion 10 Points

Work shall occur in accordance with permit drawings for the Project, to be reviewed and approved by the staff of the Commission on Chicago Landmarks

Additional work not required by the Class L, but to be undertaken by the owner, includes construction of a one-story rooftop addition and roof deck. Any signage and exterior illumination shall be reviewed and approved by the Commission.

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### EXHIBIT C Addition;)I Requirements

The Applicant is proposing to provide an overhanging cornice replication on the building located at 226 W. Jackson Blvd. The overhanging cornice replication would be made of Glass Fiber Reinforced Polyester Resin (FRP) and designed and installed as depicted on the drawings prepared by Martshorne Plunkard Architects dated December 17 and 30, 2019 ("Cornice").

The requirement to provide the Cornice would be subject to the following conditions being met:

- 1. It will be necessary to obtain National Park Service ("NPS") approval of the Cornice locations, materials and details, and approval to eliminate from the design the replication of the missing vertical parapet above the overhanging cornice, and the elevator machine rooms as depicted. These details will be submitted to the Illinois State Historic Preservation Office via a Part 2 amendment in January 2020.
- 2. It will be necessary to obtain approval by the Chicago Building Department and its Committee on Standards and Tests of the use ofthe proposed FRP based on previous similar approvals and any other relevant issues related to the design and installation of the Cornice. The details of the proposed Cornice will be submitted to the Committee on Standards and Tests for consideration at either its January or February, 2020 hearing.
- 3. The cost of the Cornice approved by the NPS and the Chicago Department of Buildings does not exceed \$822,768.00, the cost identified in the document titled 226 West Jackson FRP (fiberglass reinforced plastic) cornice dated December 19, 2019 ("Cornice Budget.")
- 4. In the event that the final ordinance recommending approval of the Class L Property Tax Incentive, which is approved by the City Council, amends the terms of the Amended and Restated Class L Recommendation in such a way to increase the overall Project Budget attached as Exhibit A to the ordinance or is not approved by the City Council by April 22, 2020, the Applicant will not be required to provide the Cornice.

If the above conditions are not met the Applicant will not be required to provide the Cornice. In that event, the Applicant will be required to provide documentation to the staff of the Chicago Landmarks Commission that the conditions have not been met. Such documentation should include either a copy of the written denial by either the NPS or the Department of Buildings or documentation identifying all line item costs noted in the Cornice Budget demonstrating that the Cornice costs would exceed the amount contained in the Cornice Budget or documentation identifying the increase of the overall Project Budget relative to Item 4 above. No further action on the part of the Applicant will be required.

### CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

### **SECTION I - GENERAL INFORMATION**

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

Phoenix 226 Central Loop Owner LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. [x] the Applicant

OR

File #: SO2020-878, Version: 1		
<ol> <li>the contract, transaction</li> <li>"Matter"), a direct or in</li> <li>name:         <ul> <li>OR</li> </ul> </li> <li>[ ] a legal entity with</li> </ol>	n or other undertaking to ndirect interest in excess a direct or indirect rig	d 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 ght of control of the Applicant (see Section 11(B)(1)) ag Party holds a right of control:
B. Business address of the Disc	closing Party: 30 S. W	facker Drive, //2200
	Chic	ago, 11. 60606
C. Telephone: 847-530-3543	Fax:	Email: )mangcl@phocnixdevelopmenlpaiiners com
D. Name of contact person: .	John Mangel	
E. Federal Employer Identific	cation No. (if you have or	ne): _
F. Brief description of the Ma property, if applicable):	tter lo which this EDS pe	ertains. (Include project number and location of
Approval of a Class L Property Tax Inc	entive for 226 W Jackson	
Ci. Which City agency oi depa	artment is requesting this	EDS' <sup>7</sup> Depailment of Planning and Development
If the Matter is a contract complete the following	being handled by ihe	City's Department of Piociiiement Services, please
Specification /;	and	Contract ;/
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SECTION II - DISCLOSUI	RE OF OWNERSHIP I	NTERESTS
A. NATURE OF THE DISC	CLOSING PARTY	
		1. Indicate the nature of the Disclosing P<
[ ] Person [ ] Publicly registered busine [ ] Privately held business co [ ] Sole proprietorship [ j General partnership [ ] Limited partnership [ JTrust	<del>-</del>	
[x j Limited liability compan		

File #: SO2020-878,	Version: 1	
(Is the not-for-pro	fit corporation also a 501(c	
Not-for-profit corporation also a 501(e)(3))?  [] Yes		
3. For legal entitie	_	
	C	•
B. IF THE DISCI	LOSING PARTY IS A LEG	GAL ENTITY:
such members, wr entities, the trusted partnerships, limit partner, managing controls the day-to	ite "no members which are e, executor, administrator, ted liability companies, lim g member, manager or any o-day management ofthe A	e legal entities"); (iii) for trusts, estates or other similar or similarly situated party; (iv) for general or limited lited liability partnerships or joint ventures, .each general other person or legal entity that directly or indirectly pplicant.
S	l entity listed below must s	ubmit an EDS on its own behalf.
Name Title 226 Jackson SI'E LLC		Managing Member
current or prospects of 7 5% of the App	ive (i.e. within 6 months after licant. Examples of such an	er City action) beneficial interest (including owntiship) in excess mleiest include share-, in a coiporation, partnership interest in a
limited liability co	ompany, or interest of a ben	neficiary of a trust, estate or other similar entity. If none, state
NOTE: Each legal	entity listed below may be a	required to submit an EDS on its own behalf.
Name	Business Address	Percentage Interest in the Applicant

File #: SO2020-878, Version: 1			
Twain HTC Fund	2200 Washington Avenue, St Louis, MO 63102	99%	
XXXII, 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 of	elected official duri	ng the
.12-month period preceding the date ofthis EDS?	[ ] Yes	[x] No
Does the Disclosing Party reasonably expect to provide any income or compelected official during the 12-month period following the date of this EDS?	•	y [x ] No

If "yes" to either ofthe 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? f ]Yes [x]No

If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/do'mestic 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 2-1 56), 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 nol required to disclose employees who are paid solely through the Disclosing Party's regulai payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Parly must either ask the City whether disclosure is required or make the disclosure.

I\mc 3 of 15

Name (indicate whether Business Relationship to Disclosing Party retained or anticipated Address (subcontractor, attorney, to be retained) lobbyist, etc.)

300 S. Wacker, #2200

Daspin & Aunient LLP Chicago, IL 60606 Attorney Retained

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File #: SO2020-878, Version: 1		
MacRostie Historic Advisors Chicago. IL 60604 Carpenter Street	Historic Preservation Consultants Retained	ed Estimated to be in excess of SI 0,000 232 N.
Hartshorne Plunkard Clncaco 11,60604	Architect Retained ive, it 1900 Engineers Retained 0606	Estimated to be in excess of J 10,000 Estimated lobe in excess of \$10,000
[] Check here if the Disclosing Party	has not retained, nor expects	to retain, any such persons or entities.
SECTION V - CERTIFICATIONS		
A. COURT-ORDERED CHILD SUPP	ORT COMPLIANCE	
Under MCC Section 2-92-415, substantin compliance with their child support of		that contract with the City must remain ract's term.
Has any person who directly or indirect on any child support obligations by any	•	sclosing Party been declared in arrearage isdiction?
[] Yes [x] No [] No person direct	tly or indirectly owns 10% or me	ore of the Disclosing Party.
If "Yes," has the person entered into a coperson in compliance with that agreement		ayment of all support owed and is the
[] Yes [] No		
B. FURTHER CERTIFICATIONS		
Affiliated Entity [s_ee definition in (5)] contract, the services of an integrity mo compliance consultant (i.e., an individual designated by a public agency to help the	eriod preceding the date ofthis E below] has engaged, in connect onitor, independent private secto al or entity with legal, auditing, the agency monitor the activity of	DS, neither the Disclosing Party nor any ion with the performance of any public or inspector general, or integrity investigative, or other similar skills,
2. The Disclosing Party and its Affiliand other source of indebtedness owed to the charges, license lees, parking tickets, prothe payment of any tax admimstered by	e City of Chicago, including, bu coperty taxes and sales taxes, no	t nol limited to, water and sewer is the Disclosing Parly delinquent in

Pane 4 ol 15

3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identilied in Section 1I(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 ofthis 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 clnectly 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 of ficial, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting puisiant to the direction or authorization of a responsible official of the Disclosing Party, any C.'i >i ii in c t< it" 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(l) 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 ofthe United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Parly 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 aelual, 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 Enlilics will nol 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").
- iU. | FOR APPLICANT ONLY | The Applicant will obtain from any contractors/subcontractors lined or to be lured in connection with the Matter certifications equal in form and substance to those in ('er! i' icat ions [?) and (°^) above and will nol. without the prior w i men consent of the City, use any such

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

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further

File	#:	SO2020-878	. Version: 1	1
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Certifications), the Disclosing Party must explain below:

None

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

None

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

None

### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Parly (check one)

["I is [x] is nol

- a "financial institution" as defined in MCC Section 2-32-455(b).
- 2. If the Disclosing Party IS a financial institution, Ihen the Disclosing Parly pledges:

"We are not and will not become a predatory lender as defined m MCC Chanter 2-32 Wc furthei pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chaplei 2-32 We under stand that becoming a piedatory lender of becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City "

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If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in MCC

File #: SO2020-878	Version: 1
Section 2-32-455 additional pages is	(b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attacl f necessary):
·	" the word "None," or no response appears on the lines above, it will be amed that the Disclosing Party certified to the above statements.
D. CERTIFICATI	ON REGARDING FINANCIAL INTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-156 have the same meanings if used in this Part D.
reasonable inquiry	with MCC Section 2-156-110: To the best of the Disclosing Party's knowledge after, does any official or employee of the City have a financial interest in his or her own name or other person or entity in the Matter?
[] Yes	[x] No
•	ecked "Yes" to Item $D(l)$ , proceed to Items $D(2)$ and $D(3)$ . If you checked "No" to Item $D(l)$ , and $D(3)$ and proceed to Part E.
employee shall have the purchase of any by virtue of legal p	rsuant to a process of competitive bidding, or otherwise permitted, no City elected official or we a financial interest in his or her own name or in the name of any other person or entity in y property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold process at the suit ofthe City (collectively, "City Property Sale"). Compensation for property he City's eminent domain power does not constitute a financial interest within the meaning
Does the Matter in	volve a City Property Sale?
[] Yes	[ ] No
	I "Yes" to Item D(I), provide the names and business addresses of the City officials o such financial interest and identify the nature of the financial interest:

Name Business Address Nature of Financial Interest

4 The Disclosing Parly further certifies lhat no prohibited financial mierest 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 m 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 N/A

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):

(Tf no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appeal, 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 'I'he Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed m paragraph A(I) above for his or her lobbying activities or to pay any poison oi entity to inlluence or attempt to influence an officer opemployee ol anv agency, as defined by applicable lederal law. a membei of Congress, an oil ice: ot employee of Congress, or an emolovee

File #: SO2020-878, Version	on: 1
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funded grant or loan, ent	s, in connection with the award of any federally funded contract, making any federally tering into any cooperative agreement, or to extend, continue, renew, amend, or modify atract, grant, loan, or cooperative agreement.
	arty will submit an updated certification at the end of each calendar quarter in which at materially affects the accuracy of the statements and information set forth in above.
the Internal Revenue Coo Revenue Code of 1986 b	arty certifies that either: (i) it is not an organization described in section 501(c)(4) of de of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal out has not engaged and will not engage in "Lobbying Activities," as that term is Disclosure Act of 1995, as amended.
and substance to paragra and the Disclosing Party	Party is the Applicant, the Disclosing Party must obtain certifications equal in form phs A(l) through A(4) above from all subcontractors before it awards any subcontract must maintain all such subcontractors' certifications for the duration of the Matter and tions promptly available to the City upon request.
B. CERTIFICATION RI	EGARDING EQUAL EMPLOYMENT OPPORTUNITY n/a
	ally funded, federal regulations require the Applicant and all proposed the following information with their bids or in writing at the outset of
Is the Disclosing Party th	ne Applicant?
[] Yes	[ ] No
If "Yes," answer the thre	e questions below:
1. Have you developed regulations? (See 41 CFF	and do you have on file affirmative action programs pursuant to applicable federal [ ] No
<u> </u>	he Joint Reporting Committee, the Director of the Office of Federal Contract rethe Equal Employment Opportunity Commission all reports due under the applicable [  No   [] Reports not required
3. flave you participated opportunity clause' <sup>7</sup>	l in any previous contracts or subcontracts subject to the equal
	uestion (I) or (2) above please provide an explanation
a van enecken "Na" to a	DESTRUCTOR COLORDONE DIESSE DENVINE STORY EN ENTISTE SILVE

### SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Parly understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained m 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. 'I"he full text ofthis ordinance and a training program is available on line at www.citvofchicago.org/Ethics <a href="http://www.citvofchicago.org/Ethics">http://www.citvofchicago.org/Ethics</a>, 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.

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### **CERTIFICATION**

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

Phoenix 226 Centra! Loop Owner LLC by 226 Jackson SPE LLC, its Managing Member (Print or type exact legal name of Disclosing Party)

By:

John Mangel

(Print or type name of person signing)

Manager

(Print or type title of person signing)

Signed and sworn to before me on (date)

JENNIFER ROBLES

Commission expires:

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# CTTY 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 fvlCC 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 ofthe 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.l.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?

[ I Yes |x | No

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

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT
APPENDIX B

File #: SO2020-878. Version:	File	#:	SO2020-	-878.	Version:	1
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[] Yes  $[_x]$ No

### 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.

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

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

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

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

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.coin' <a href="http://www.amlegal.coin">http://www.amlegal.coin</a>), generally covers a party to any agreement pursuant to which they: (1) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(l) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. 1 also certify that the Applicant has adopted a policy that includes those prohibitions.

[ ] Yes [ ]No

[x] N/A - I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.

This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).

If you checked "no" to the above, please explain.

### CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

### **SECTION I - GENERAL INFORMATION**

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:
226 Jackson SPE 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
2. the contract, transaction or other undertaking to which this EDS pertains (referred to below as the 2. "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal
2. Matter ), a direct of indirect interest in excess of 7.3% in the Applicant. State the Applicant's legal 2. name:
OR
3. [x ] a legal entity with a direct or indirect right of control of the Applicant (see Section 11(B)(1)
State the legal name of the entity in which the Disclosing Party holds a right of control:
Phoenix 226 Central Loop Owner LLC
B. Business address of the Disclosing Party: 30 s wacker Drive, Suite 2200
Chicago, IL 60606

C. Telephone: 312-466-5700 Fax: Email: jmangcl@phoenixdcvelopmcntpartneis.coiT

<mailto:jmangcl@phoenixdcvelopmcntpartneis.coiT>

- D. Name of contact person: John Mangel
- 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):

Appmval of a Class L Pioperty Tax Incentive lor 226 W Jackson .

G. Which City agency or department is requesting this EDS" Depaumem of Planum" and Development

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

Specification/■ and ('ontract ■■

File #: SO2020-878, Ve	ersion: 1	
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SECTION II - DISC	LOSURE OF OWNER	RSHIP INTERESTS
A. NATURE OF TH	E DISCLOSING PAR	TY
		1 T 1' + 1
[ ] Privately held bus: [ ] Sole proprietorshi [ ] General partnershi [ ] Limited partnershi [ ] Trust ty:     [x ] Limited liability [ ] Joint venture [ ] Not-for-profit con (Is the not-for-profit	p p p company partnership	
2. For legal entities,	the state (or foreign co	untry) of incorporation or organization, if applicable:
3. For legal entities not the State of Illinois a		te of Illinois: Has the organization registered to do business in
[xj Yes	[ ] No	[] Organized in Illinois
B. IF THE DISCLOS	SING PARTY IS A LE	GAL ENTITY:
entity; (ii) for not-for members, write "no r trustee, executor, adn liability companies, 1	-profit corporations, al nembers which are leg- ninistrator, or similarly imited liability partners	applicable, of: (i) all executive officers and all directors of the l members, if any, which are legal entities (if there are no such al entities"); (iii) for trusts, estates or other similar entities, the situated party; (iv) for general or limited partnerships, limited ships or joint ventures, each general partner, managing member, that directly or indirectly controls the day-to-day management of the
NOTE: Each legal en	tity listed below must	submit an EDS on its own behalf.
Name Title .John Mangel		Managing Member

File #: SO2020-878, Version: 1				
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% ofthe Applicant. Examples of such an interest include shares m a corporation, partneislup interest in a partneisiup oi jmni venluie, interest ol a member oi 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 m the Applicant 30 S. Wacker Drive. Suite 2200. Chicago, IL 60606  Percentage Interest m the Applicant 100%				
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 [x] No				
If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation:				
Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party?  [] Yes  [x] No  If "yes," please identify below the name(s) of such City elected of licial(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 2-1 56), 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 lo be paid. The Disclosing Party is not required to disclose employees who aie paid solely through ihe Disclosing Parly's regular payroll. If the Disclosing Parly is uncertain whether a disclosure is required under this Section, the Disclosing Parly must either ask the Cny whether disclosure is iequirec.1 or make the disclosure

(Add sheets if necessary)

[x] Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities. SECTION V - CERTIFICATIONS

### A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

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

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

[ J Yes [xj No [] No person directly or indirectly owns 10% or more of the Disclosing Party.

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

['] Yes [j No

### **B. FURTHER CERTIFICATIONS**

1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition m (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 lo the Cily of Chicago, including, but not limited to, water and sewer chaiges. license fees, parking tickets, property taxes and sales laxes, nor is the Disclosing Parly delinquent in the payment of any lax administered by the Illinois Department of Revenue.

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section 11(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 ofthis EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them m 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 ofthe 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 [V, "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 stale 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 of 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 ofthis EDS, or, with respect to a Contractor, an Affiliated Entity, or an A ffiliated 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 ofthe 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 1 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 1 is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article 1 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 ils Affiliated Entities will not use, nor permit then" subcontractors lo use, any facility listed as having an active exclusion by the U.S EPA on Ihe federal System for Award Management ("SAM").
- 10. jfOR APPLICANT ONLY] The Applicant will obiain from any eontraetors/subconiiaciors lured oi lo be hired in connection with the Mattel certifications equal in foim and substance to those in (.'end teat ions (2) and (9) above and will nol, uithout the piioi uutier consent of the City, use any such

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

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

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

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

None

13. To the best ofthe Disclosing Party's knowledge afterreasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused lo be given, at any time during the 12-month period preceding the execution date ofthis 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 iiT 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 ofthe City recipient.

None

File	#:	SO2020-878,	Version:	1
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### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Party (check one)

[] is {y.] 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 no! and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge lhat none of oui affiliates is, and none of them will become, a predate): }' lender as defined in MCC Chapter 2-32. We understand that becoming a piedalory lender or becoming an affiliate of a predatory lender may result m the loss of the privilege of doing business with the Cily."

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(l), proceed to Items D(2) and D(3). If you checked "No" to Item D(l), 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 ofthe City (collectively, "Cily Property Sale"). Compensation for property taken pursuant lo the City's eminent domain power does not constitute a financial interest within the meaning ofthis Part D.

File #: SO2020-878, <b>Version</b> : 1							
Does the Matter involve a	City Property Sale?						
[] Yes	[ ] No						
3. If you checked "Yes" to Item D(l), 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					
A. The Disclosing Party by any City official oi emp	<del>-</del>	inancial inteiest in ihe Matter will be acquired					
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### 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.

- <sup>x</sup> 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.

e #: SO2020-878, <b>Version</b> : 1	
. CERTIFICATION REGARDING LOBBYING n/a	
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure 1.1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with resperatter: (Add sheets if necessary):	

(II no explanation appeais or begins on the lines above, or if the letters "NA<sup>1</sup>" 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 oi entity listed in paragraph A(l j above for his or her lobbying activities or to pay any person or entity to mlluence or attempt :o influence an ol litei or employee of any agenev. as defined by applicable ledera! law. a menihe: ol (.'ongic^s. an oilicei oi emolovee ol Congicss. or an employee

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

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

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 l	Disc	losing	Parl	y t	he A	Appl	ican	t'
[] Yes	;					[]	No	

File #: SO2020-878, <b>Version:</b> 1	
If "Yes," answer the three questions below:	
1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)	
[ J Yes [ ] No	
2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applic filing requirements?	able
[] Yes [] No  ] Reports not required	
3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause <sup>9</sup>	
Yes	
If you checked "\o" to question (I) or (2) above, please provide an explanation	

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### 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 m connection with the Matter, whether procurement, Cily 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 ofthis ordinance and a training program is available on line at www.cit.vofchicaoo.org/Ethics <a href="http://www.cit.vofchicaoo.org/Ethics">http://www.cit.vofchicaoo.org/Ethics</a>, 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 ofthe 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.

### P;n:c || o| | ? C E R IT FIC A TIO N

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

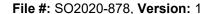
226 Jackson SPE LLC
(Print or type exact legal name of Disclosing Party)

John Mangel
(Print or type name of person signing)

Managing Member
(Print or type title of person signing)

Signed and sworn to before me on (date)

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# 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 ofthe 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.l.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

File #:	SO2020-87	78, <b>Version:</b> 1	1
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If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city of ficial or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.

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# CITY OF CHICAGO ECONOMIC DISCLOSURE ST ATEMENT 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.

Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw

or p	problem landlord pursuant to	o MCC Section	1 2-92-416?
	[] Yes [x]No		
		• •	raded on any exchange, is any officer or director of the Applicant lem landlord pursuant to MCC Section 2-92-416?
	[] Yes	[ ] No	[x ] The Applicant is not publicly traded on any exchange.

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

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT . APPENDIX C

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (wwvv.amlegal.com

<a href="http://wwvv.amlegal.com">http://wwvv.amlegal.com</a>), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385,1 hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(l) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

[ ] Yes [ ]No

[x] N/A - I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385. This

certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).

If you checked "no" to the above, please explain.

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

#### **SECTION I - GENERAL INFORMATION**

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ i f appl icable-

Twain HTC Rind XXXII, 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
- 2. [x] a legal entity currently holding, or anticipated to hold within six months after Cily action on the contract, transaction or other undertaking to which this EDS pertains (referred lo below as the "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal

name: Phoenix 226 Central Loop LLC

~OR ~~

3. [] a legal entity with a direct or indirect right of control of Ihe Applicant (see Section 11(B)(1)) Stale the legal name of the entity in which the Disclosing Party holds a right of control:

#### B. Business address of the Disclosing Party: 2200 Washington Avenue

St. Louis, MO 63103

C. Telephone: 3 14-300-4 1 70 Fax: Email: £eplinnic <lctcrding@twninfiiuncial.com

D. Name of contact person: Stephanie Deterding

File #: SO2020-878, Ve	ersion: 1	
E Federal Employer	Identification No. (i	f you have one):
F. Brief description if applicable):	ofthe Matter to which	ch this EDS pertains. (Include project number and location of proper
Appiova) of a Class I. Piopo	eity Tax Incentive for 226	W. Jackson
G. Which City agency 01"	department is requesting t	this EDS? Depailmeni oH-Mannm]} ami Development
If the Matter is a cont complete the following	_	by the City's Department of Procurement Sei vices, please-
Specification //		and Contract h
Vci018-1		Page I ol 15
	CLOSURE OF OWN	ERSHIP INTERESTS
A. NATURE OF THE	DISCLOSING PAR	ТҮ
[ ] Person [ J Publicly registered by a privately held busin by the control of th	ess corporation  ompany tnership ration	
2. For legal entities, th	e state (or foreign cou	untry) of incorporation or organization, if applicable:
1v11550u11		
3. For legal entities no of Illinois as a foreign	•	te of Illinois: Has the organization registered to do business in the State
[ JYes	[x]No	[] Organized in Illinois
B. IF THE DISCLOSI	NG PARTY IS A LE	GAL 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) Cor general or limited partnerships, limited liability companies, limited liability partnerships or joint

File #: SO2020-878, Version: 1			
ventures, each general partner, manage controls the day-to-day management of Title		other person or legal entity that di	rectly or indirectly
Title			100% Mcmbc
NOTE: Each legal entity listed below	must submit an EDS on its ow	n behalf.	
Name StaiKiaid Insurance Company			
wain HTC, LLC	Non-Me	ember Manager	
2. Please provide the following inform prospective (i.e. within 6 months after Applicant. Examples of such an interest venture, mteiest of a member or management of the such as a such as	City action) beneficial interes at include shares in a corporation	t (including ownership) in excess	of 7 5% of the
l'at-c 2 of 15			
limited liability company, or interest of	of a beneficiary of a trust, esta	te 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 Standard Insurance Company  Business 1 100 SW Sixt		Percentage Interest in the Applic	cant
SECTION III - INCOME OR COM	IPENSATION TO, OR OW	NERSHIP BY, CITY ELECTE	D OFFICIALS
Has the Disclosing Party provided any 12-month period preceding the date of	_	any City elected official during the	e [ x] No
Does the Disclosing Party reasonably elected official during the 12-month pe			[x] No
If "yes" to either ofthe above, please is such .income or compensation:	dentify below the name(s) of s	such City elected official(s) and de	escribe
Does any City elected official or, to the inquiry, any City elected official's spot Chapter 2-1 56 of the Municipal Code  [] Yes  [x] No	use or domestic partner, have	a financial interest (as defined in	

File #: SO2020-878, Version: 1
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 OT HER RETAINED PARTIES
The Disclosing Party must disclose the name and business address of each subcontractoi, attorney, lobbyist (as defined in MCC Chapter 2-1 56), accountant, consultant and any other person or entity whom the Disclosing Parly has retained or expects 10 retain in connection with the Mailer, as well as the nature ofthe relationship, and the total amount ofthe fees paid or estimated to be paid. The Disclosing Party is nol required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Parly 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
\';\'jx } oi' 15
Name (indicate whether Business Relationship to Disclosing Party Fees (indicate v> hether retained or anticipated Address (subcontractor, attorney, to be retained)  Relationship to Disclosing Party Fees (indicate v> hether paid or estimated.) NOTE:  "hourly rate" or "t.b.d." is not an acceptable response
(Add sheets if necessary)
[x] Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities. SECTION V -
CERTIFICATIONS
A. COURT-ORDERED CHILD SUPPORT COMPLIANCE
Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.
Has any person who directly or indirectly owns 10% or more ofthe Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?
[] Yes [x] No   J No person directly or indirectly owns 10% or more of the Disclosing Party.
If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?
[" j Yes [ ] No

B. FURTHER CERTIFICATIONS

- 1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.J 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 speci fied 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. '['he Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax oi other source of indebtedness owed to ihe City of Chicago. including, but not limned to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, not is the Disclosing Party delinquent in the payment of any tax adminished 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 11(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 ofthis 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 nol presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any ofthe 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 <sup>1</sup> 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 m connection with the Mailer, 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 slate or local government, including the Cily, using substantially the same management, ownership, or pi incipals as the ineligible entity. With lespect io 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 offhe Disclosing Party, any Contractor or any Affiliated Entity or any olhei official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Page 5 cf 15

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 dale 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 ofthe City, the Slate 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) anysimilar offense of any state or ofthe 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.
- S. [FOR APPLICANT ONLYJ (i) Neithei 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, foigery, 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, lhat Article's permanent

File	±.	SO2	<b>020</b> .	878	Version:	1
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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 wili obtain from any contiactors/subcontiactors lined or lo be lured in connection with Ihe Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, wuhoui the prior written consent of the City, use any such

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

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

None

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 ofthe 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 ofthis EDS, an employee, or elected or appointed official, ofthe City ofChicago (if none, indicate with "N/A" or "none").

  None
- 13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date offhis EDS, to an employee, or elected or appointed official, of the City ofChicago. For purposes offhis 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 S25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. None

#### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1 The Disclosing Party certifies that the Disclosing Party (check one)

[] is [x j is not]

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

File #: SO2020-878, Version:	1
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2. If the Disclosing Party IS a financial institution, then the Disclosing Parly pledges:

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

Page 7 ol" 15

If the Disclosing Party is unable to make this pledge because il or any of its affiliates (as defined in VICC 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 ofthe Disclosing Party's knowledge after reasonable inquiry, does any official or employee ofthe 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 fx] No

NOTE: If you checked "Yes" to Item D(l), proceed to Items D(2) and D(3). If you checked "No" to Item D(l), 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 ofthe 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?

f ] Yes [ | No

3. If you checked "Yes" lo Item D(l), provide the names and business addresses of the City officials or employees having such financial interest and identify the nature of the financial interest 1

Name Business Address Nature of Financial Interest

File #: SO2020-878, Version: 1	

4. The Disclosing Parly further certifies that no prohibited financial interest in the Mallei will he actumed by any City official or employee

#### IZ. CERTIFICATION REGARDING-SLAVERY ERA BUSINESS

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

- \_ 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
- 2. The Disclosing Party verifies that, as a result of conducting the search in step (I) 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 VIE 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 n/a

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 Parly means that NO persons or entities registeied under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the

File #: SO2020-878, Version	: 1
Matter.)	
listed in paragraph A(l) above	as not spent and will not expend any federally appropriated funds to pa any person or entity of for his or tier lobbying activities or lo pay any person oi entity to influence or attempt io wee of any agency, as defined by applicable federal law. a member of Congress, an officer or employe
	connection with the award of any federally funded contract, making any federally funded by cooperative agreement, or to extend, continue, renew, amend, or modify any federally or cooperative agreement.
	will submit an updated certification at the end of each calendar quarter in which there lly affects the accuracy of the statements and information set forth in paragraphs A(l) and A
Revenue Code of 1986; or (ii	certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal ) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act
substance to paragraphs A(l)	y is the Applicant, the Disclosing Party must obtain certifications equal in form and through A(4) above from all subcontractors before it awards any subcontract and the in all such subcontractors' certifications for the duration of the Matter and must make such ble to the City upon request.
B. CERTIFICATION REGA	RDING EQUAL EMPLOYMENT OPPORTUNITY n/a
-	funded, federal regulations require the Applicant and all proposed subcontractors to tion with their bids or in writing at the outset of negotiations.
Is the Disclosing ParLy the A	applicant?
If "Yes," answer the three que	estions below:
(See 41 CFR Part 60-2.)	do you have on file affirmative action programs pursuant to applicable federal regulations?
] Yes	['] No
	oint Reporting Committee, the Director of the Office of Federal Contract Compliance by the Opportunity Commission all reports due under the applicable filing requirements?  [] No [] Reports not required
	any previous contracts or subcontracts subject to the equal opportunity
clause'?' [ j Yes '	I j No

File	#:	SO2020-878	3, <b>V</b>	ersion:	1
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If you checked "No" to question (1) or (2) above, please provide an explanation:

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#### SECTION VU - 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 al www.cityofchicago.orij/Ethics <a href="http://www.cityofchicago.orij/Ethics">http://www.cityofchicago.orij/Ethics</a>, 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 ofthe 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 FDS, 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 Cily takes action on Ihe Mailer. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Parly must update this EDS as (he contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article 1 (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kepi current for a longer period, as required by MCC Chapter I -23 and Section 2-154-020.

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Under penalty ol" perjury, the person signing below. (1) won ants that he/she is authorized to execute this EDS, and u!l applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accuiate and complete as ofthe date furnished to the City.

Twuin HTC Punil XXXII, LLC (Print or type exact leual na>ric of Disclosing Party)

(Print or type name of person signing)
Vice Pissitleni of Twain HTC. LLC. the Noii-Memher inon.iytr ol Tw.im HTC Fund XXXII. LLC
(Print or type title of person signing)

Signed and sworn to before me on

KELLY A. TROUT Notary Public, Notary Seal Stato of Missouri Saint Louis Counly Commission ft 13447443 My Commission Expiros 12-13-2022

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## 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 2-154-01 5, 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 cily department head as spouse or domestic partner or as any ofthe 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 Parly" means (1) all executive officers of the Disclosing Party listed in Section II.B.I.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 Parly is a limited liability company; (2) all principal officers of the Disclosing Parly; 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 Parly 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

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

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

#### BIJILDING-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.

File #: SO2020-878, Version	: 1	
Pursuant to MCC Section     problem landlord pursua	-	is the Applicant or any Owner identified as a building code scofflaw etion 2-92-416?
[ ] Yes [x]No		
11 0	• •	ely traded on any exchange, is any. officer or director of the Applicant problem landlord pursuant to MCC Section 2-92-416?
[] Yes	[ ] No	[x] The Applicant is not publicly traded on any exchange.
• • • • • • • • • • • • • • • • • • • •		y below the name of each person or legal entity identified as a rd and the address of each building or buildings to which the pertinent

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# CTTY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT ${\bf APPENDIX} \ {\bf C}$

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted ("www.amle.ual <a href="http://www.amle.ual">http://www.amle.ual</a> com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii)

File	#:	SO2020-	-878.	Version:	1
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pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385,1 hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. 1 also certify that the Applicant has adopted a policy that includes those prohibitions.

[ j Yes

M No

[x] N/A - I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385. This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(l). If you checked "no" to the above, please explain.

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## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND ${\sf AFFIDAVIT}$

#### SECTION I - GENERAL INFORMATION

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

Standard Insurance Company

Check ONE of tlie following three boxes:

Indicate whether the Disclosing Patty 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: Phoenix 226 Central Loop Owner LLC  ———	e
'3. [] a legal entity with a direct or indirect right of control of the Applicant (see Section 11(B)(1)) State the legal name of t entity in which the Disclosing Party holds a right of control:	he
B. Business address of the Disclosing Party: HOP SW Sixth Avenue  Portland, OR 97204	
C. Telephone: 97l-321-X6:i3_ Fax: r;i-321-3037 Email: roh.stackhoiise@standartl.coni	
<mailto:roh.stackhoiise@standartl.coni></mailto:roh.stackhoiise@standartl.coni>	
D. Name of contact person: Rub Si_ickii	
E. Federal Employer Identification No. (if you have one): _	
F. Brief description of the Matter Lo which this EDS pertains. (Include project number and location of property, if applicable)'	
Approv.il of?- Ckiss L !'iopi.rl> Ta\ In-eilive <"[_ 226_\\' Jackson	
G. Which Cily agency 01 depaumenl is icquesling this EDS? Depmtmcm_of Pliumins and Development	
If the Matter is a contract benu; handled by the City's Department of Procurement Services, please complete the follow mo	
Specification v _ and Contract //	
SECTION II- DISCLOSURE OF OWNERSHIP INTERESTS	
A. NATURE OF THE DISCLOSING PARTY	
1. Indicate the nature of the Disclosing [ ] Person  [ ] Publicly registered business corporation. [X] Privately held business corporation [ ] Sole proprietorship [ ] General partnership [ ] Limited partnership [ ] Trust  Parly:    ] Limited liability company  [ ] Limited liability partnership  f ] Joint venture  [ ] Not-for-profit corporation	
(is the not-for-profit coiporation also a 501(c)(3))? [] Yes [] No [] Other (please specify)	

2. For legal entities, the state (or foreign country	ry) of incorporation or organization	, if applicable:		
Oregon				
3. For legal entities not organized in the Sta as a foreign entity?	ate of Illinois: Has the organization	n registered to	do business in the	he Stale of Illinois
[] Organized in Illinois				
B. IF THE DISCLOSING PARTY TS A LEGA	AL ENTITY:			
1. List below the full names and titles, if app corporations, all members, if any, which are leg entities"); (iii) for trusts, estates or other similar general or limited partnerships, limited liability managing meinbei, manager or any other perso Applicant.	gal entities (if there are no such mer r entities, lhe Utistee, executor, adn v companies, limited liability partne	mbers, write "no ninistrator, or si rships or joint v	o members which imilarly situated p ventures, each gen	are legal party; (iv) for acial partner,
NOTE: Each legal entity listed below must sub	mit an EDS on its own behalf.			
Name Title. Please see page 16 (i.;r ol' Hxecnhve Oificcis and	Diiccloiy.			
2 Please provide the following mfoi mation co d.e within 6 months after City action.) beneficia an mteiest include, shares in a coipulation pa:tn Vci 2CS i	al interest (including ownership) in	excess uf 7 5%	dl the Applicant	Examples of such
limited liability company, or interest of a bene	eficiary of a trust, estate or other sim	nilar entity. If n	one, state "None.'	1
NOTE: Each legal entity listed below may be	required to submit an EDS on its ov	vn behalf.		
Name Business Address SlimCorp rinnnn.il <a href="http://rinnnn.il">http://rinnnn.il</a> Pinup, Inc	Percentage In	terest in (he Ap 1100 SW Sixth Aveni	pplicant ue, l'niilnnd, OK 9'PM	100%
SECTION III INCOME OR COMPENSA T				
Has the Disclosing Party provided any income		ed official durin		
12-month period preceding the date of this ED	os?	[] Yes	fx] No	
Does the Disclosing Party reasonably expect to	o provide any income or compensat	ion to any City		

File #: SO2020-878, Vers	sion: 1		
elected official during the 1	2-month period following the date ofthis El	OS? [] Yes [x] No	I
If "yes" to either of the aborcompensation:	ve, please identify below the name(s) of suc	h Cily elected official(s) and describe such	
Does any City elected office	ial or, to the best of the Disclosing Party's k	nowledge alter reasonable	
inquiry, any City elected of	ficial's spouse or domestic partner, have a fi	nancial interest (as defined in	
Chapter 2-156 of the Munic	ipal Code of Chicago ("MCC")) in the Discle	osing Party?	
' ] Yes	[ xj No		
IT "yes," please identify be financial interest(s)	elow Ihe namc(s) of such City elected office	cial (s) and/or spouse(.s)/domesfic partner(s	s) and describe the
SECTION IV - DISCLOSU	TRE OF SUBCONTRACTORS AND OTHI	ER RETAINED PARTIES	
Cliaptci 2-1 56), accountant connection with the Matter, Disclosing Party is not requi	disclose the name and business address of early, consultant and any oilier person or entity as well as the natuie ofthe relationship.; must ired io disclose employees who are paid sole in whether a disclosure is required under this ed or make the disclosure	whom the Disclosing l'a;ty has letamed or e the tola! amount ofthe fees paid or estimate by through the Disclosing Parly's legulai pa	expects to retain in ed to be paid. The syroll if the
V,;i ?i.n y.			
Name (indicate whether E retained or anticipated A to be retained)	Business Relationship to Disclosing Party ddress (subcontractor, attorney, lobbyist, etc.)	paid or estimated.) NOTE: "hourly rate" or "t.b.d." is	otable response.
(Add sheets if necessary)			
[x] Check here if the Dis	sclosing Party has not retained, nor expe	cts to retain, any such persons or entitie	es. SECTION V
CERTIFICATIONS			

### A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

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

File #: SO2020-878, Version: 1
Has any person who directly or indirectly owns 10% or more ofthe Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?
[] Yes   x] No [  No person directly or indirectly owns 10% or more of the Disclosing Party.
If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person'in compliance with that agreement?
[] Yes [] No-
B. FURTHER CEP/frFI CATIONS
1. [This paragraph I applies only if the MatLer is a contract being, handled by the City's Department of Procurement Services, j In the. 5-year period preceding the date ofthis EDS, neither the Disclosing Party nor any Affiliated Entity [sec 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 vendoi s as well as help the vendors reform their business practices so they can be considered for agency contracts in-ihe future, or continue with a contract in progress)
2. The Disclosing Paity and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or oihei source of indebtedness owud to ihe City of Chicago, including, but not limited to, water and sewer chaijjes. license fees, parking l:ckcls, property (axes and sales taxes, nor is the Disclosing Marty delinquent m the pa> merit of any lax administered by the Illinois Department of Revenue

- 3. The Disclosing Parly and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section JJ(.!3)(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 bad 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 stale antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen properly;
- c. are not presently indicted for, or ciiminally 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.
- 1. 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, "Disclosuie of Subcontractors and Other .Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Pnity, 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 Cily. using substantially (lie same management, ownership, or principals as the ineligible entity Will: respect io Contractors, Ihe term Affiliated Entity means a person or entity that directly oi indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another peison or entity;
  - any i esponsible official of the Disclosing Party, any Contractor or any Affiliated Entity of any other official, agc.nl <a href="http://agc.nl">http://agc.nl</a> 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 Connnclo; nr any Al filiated Emily (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Enclosing Party or any Contractor, nor any Agents have, during the 5 years before the dale 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 Uie federal government or of any state or local government in the United Stales 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)(ConLracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Miniraum 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 Stales of America thai contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Parly nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, Stale, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controllingperson" [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 Arlicle I is a continuing requirement for doing business with the City. NOTE: ff

File #: SO2020-878, Version: 1
MCC Chapter 1-23, Article I applies to the Applicant, thai-Article's pcimauent compliance timelianie supersedes 5-year compliance timeframes in this Section V.
9.  FOR APPLICANT ONLY) 'I lie Applicant and its Affiliated Entities will not use, nor permit (heir subcontractors io use. any facility listed as having an active exclusion by the U.S. EPA on the federal System for Awaid Management ("SAM")
10.  FOR APPLICANT <>M .Y  The Applicant will obtain from any contractors/subcontractors hired or to be lured in connection wuli the VI.iuci certifications equal in form and substance lo those in Certifications (2) and (9) above ami v-ill uui. without the pnoi written consent of the Ciiy, use any such
contractor/subcontractor lhat docs not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.
1 ]. 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: None
If the letters "NA," the word "Mone," 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 Ihe Disclosing Party who were, at any time during the 12-monlh period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").  None
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date ofthis EDS, to an employee, or elected or appointed, official, of the City ofChicago. For purposes ofthis statement, a "gift" does not include: (i) anything made generally available lo City employees or to the general public, or (ii) food or drink provided in the course of official Ciiy 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 widi "N/A" or "none"). As to any gift listed below, please also list ihe name ofthe City recipient. None
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1. The Disclosing Party certifies that the Disclosing Party (check one)  [] is [\] is nol  ;
a "financial institution" as rlelined m MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We aic not and will not become a predatoiy lender as defined in MCC Chapter 2-32. We furthei j pledge that none of our affiliates is. and none of them wul become, a predatory lender as defined in j

MCC Chapter 2-32 We undcisiand that becoming a predatory lenciei or becoming an affiliate of a

File #: SO2020-878	B, Version: 1	
picdatory lender may	icsidt in ihe loss ofllie pi ivilege of o	doing business with the City."
> 7c! 15		
_		cause it or any of its affiliates (as defined in MCC Section 2-32-455(b)) is a 32, explain here (attach additional pages if necessary):
	he word "None," or no response apportified to the above statements.	ears on the lines above, it will be conclusively presumed that the
D. CERTIFICATIO	N REGARDING FINANCIAL INTI	EREST FN CITY BUSINESS ,
Any words or terms	defined in MCC Chapter 2-156 have	the same meanings if used in this Pare D.
		best of the Disclosing Party's knowledge after reasonable inquiry, does any in his or her own name or in the name of any other person or entity in the
[]Yes	x ] No	
NOTE: If you check (3) and proceed to Pa	* * * *	ms D(2) and D(3). If you checked "No" to Item D(l), skip'Items D(2) and D
financial interest: in l to the City, or (ii) is s	nis or her own name or in the name or sold for taxes or assessments, or (iii) apensation foi properly taken pursuar	ing, or otherwise permitted, no City elected official or employee shall have a of any other person or entity in die purchase of any property that (i) belongs is sold by virtue of legal process at the suit ofthe City (collectively, "City nt, to the City's eminent domain power does not constitute a financial
Does the Matter invo	lve a City Property Sale?	
[ j Yes	1   No	
-	Yes" to Item $D(l)$ . provide the name identify the nature of the financial in	nes and business addresses ofthe City officials or employees having such terest:
"Name .	.Business Address	Nature of Financial Interest
'I The Disclosing Pa employee	uy furiha certifies that no prohibite	ed financial interest in the Matter will he acquit cd by any City oIIkmI m
Wi .Nils-1		

File	#:	SO2020	-878 \	Version:	1

#### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check cither (i) or (2) below. If the Disclosing Party checks (2), the Disclosing Parly 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 in Lo with the City in connection with the Matter voidable by the City.

- x 1. The Disclosing Party verifies that the Disclosing Parly 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 hill 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 n/a

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 ofthe Disclosing Party with respect to the Mallei. (Add sheets if necessary):

(If no explanation appeal s or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively piesunied that the Disclosing Parly means that NO persons or entities legislered under the. Lobbying Disclosure Act of I 995, as amended, have made lobbying contacts on behalf of the Disclosing Parly with respect to the Mailer.)

2. The Disclosing Party h:v-- nol spent and will not expend any federally appropriated funds to pay any peison or entity lisicc, in. pat.ip.rnph <a href="http://pat.ip.rnph">http://pat.ip.rnph</a> A( i) above for Ins oi her lobbying activities or lo pay any person oi cally to influence oi attempt to "iii'lucuce an officer or employee of any agency, as defined by applicable federal law. a menibei of ('u-igiess, an officer oj employee of Congress, or an employee

Vci 201 !i-1 I'a.;,,; ') al' 15

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.

File	#•	SO202	0-878	Version:	1

- 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 statement's 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 tire Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that lenn 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(l) 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 n/a

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	rty the Applicant?	
[] Yes	[] No	
If "Yes," answer the	three questions belo	ow-
1. Have you develofart 60-2.)	oped and do you hav	e on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR
[] Yes	I'   No	
Equal Employment (	Opportunity Commi    No	ting Commit tee, the Director of the Office of Federal Contract Compliance Programs, or the ssion all reports due under the applicable filing requirements?    ) Reports not required s eoniiacls oi subcontracts subject to the equal opportunity clause"
If you checked "No"	lo question (I) oi (2	2) above, please provide an explanation:
■X ID "I' 15		

#### SECTION VII - FURTHER AC'KNOWJEKDGM ENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

A. Hie 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.cifyofchicago.org/Ethics <a href="http://www.cifyofchicago.org/Ethics">http://www.cifyofchicago.org/Ethics</a>, 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 Parly lo 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 lo, 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 Parly 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 authoi izes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this TiDS musl be kept currenl. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on Ihe Matter. If the Matter is a contiact being handled by ihe 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 i egarding eligibility musl be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

#### I':,^: 1 1 ol 15

#### **CERTIFICATION**

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

Standard Insurance Com puny
(PrinLer-4-vpe exact legaLnarne of Disclosing Parly)
(Sign here)

(Print or type name of person signing)

(Print or type title of person signing)

Signed and sworn to before me on (date) a

Notary Public Commission expires;

OFFICIAL STAMP

MSsM TOMMY A. JONES

VVSJW NOTARY PUBLIC-OREGON K&titi/ COMMISSION NO. 976985

MYCOMMISSION EXPIRES JULY 18, 2022

IV:v I 2 oi I 5

## 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 (hereof 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 U.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.

File #: SO2020	)-878, <b>Version:</b> 1		
	sclosing Party or any th an elected city of		rty" or any Spouse or Domestic Partner thereof currently have a "familial ent head?
I ]Yes	;, j No	)	
connected; (3) tl		the elected city of	title of such person, (2) the name of the legal entity to which such person is official or department head to whom such person has a familial relationship, and
., -	C	TY OF CHICAC	GO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B
	BUILD	ING CODE SCO	OFI'XAW/PROBLEM LANDLORD CERTIFICATION
	-	• • • •	oplicant, and (b) any legal entity which lias a direct ownership interest in the be completed by any legal entity which has only an indirect ownership interest in
	MCC Section 2-154- C Section 2-92-416?		icant or any Owner identified as a building code scofflaw or problem landlord
[ "J Yes	fx] No	)	
			on any exchange, is any officer or director of the Applicant identified as a to MCC Section 2-92-416?
	[] Yes	[ ] No	[x ] The Applicant is not publicly traded on any exchange.
	d and the address of	each building or	the name of each person or legal entity identified as a building code scofflaw or buildings to which the pertinent code violations apply.  GO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C
	PROHIBITI	ON ON WAGE &	& SALAR Y HISTORY SCREENING - CERTHTCATION
92-385. That see agreement pursu	ction, which should uant to which they: ( or professional service	be consulted fwv i) receive City of	cant that is completing this EDS as a "contractor" as defined in MCC Section 2-ww.amlegal.com <a href="http://fwvw.amlegal.com">http://fwvw.amlegal.com</a> ), generally covers a party to any f Chicago funds in consideration for services, work or goods provided (including the City money for a license, grant or concession allowing them to conduct a
with MCC Secti	on 2-92-385(b)(l) articants' wage or salar	nd (2), which prol	nt to MCC Section 2-92-385,1 hereby certify that the Applicant is in compliance whibit: (i) screening job applicants based on their wage or salary history, or (ii) un-ent or former employers. I also certify that the Applicant has adopted a policy
[ ] Yes [ ]No			
[x] N/A -1 am no	ot an Applicant that	is a "contractor" a	as defined in MCC Section 2-92-385. This certification shall serve as
the affidavit requ	uired by MCC Section	on 2-92-385(c)(l)	).
If you checked "	'no" to the above, pl	ease explain.	

### Standard Insurance Company

#### **Executive Officers Name**

John Gregory Ness Holley Young Franklin, JD Sally Ann Manafi, FSA Robert Michael Erickson, CMA

#### Directors or Trustees Name

Frederick William Buckman Ranjana Bhnttacharya Clark Elizabeth Ellen Flynn Debora Dyer Elorvalh Akira Kumabe Duane Charles McDongall Helen Elizabeth Mitchell Kevin Masazo Murai John Gregory Ness Mary Frances Sammons Masahani Shiraishi Minoru Wakabayashi Richard Howard Wills Kazimori Yamauchi

Title

Chairman, President & Chief Executive Officer VP, Chief Legal Officer & Corporate Secretary VP, Oorpoiate Actuary & Chief Risk Officer VP, Chief Accounting Officer & Treasurer

### CI TV OI¹' CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

#### SECTION I - GENERAL INFORMATION

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

SlanCorp Financial Group

Check ONE of the following (lu ce 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: Phoenix 226 Central Loop Owner LLC

OR

- 3. [] a legal entity with a direct or indirect right of control of the Applicant (see Section 11(B)(1)) State Ihe legal name of the entity in which the Disclosing Party holds a right of control:
- B. Business address of the Disclosing Party: 1100 SW Sixth Avenue

Portland, OR 97204

C. Telephone: 971-321-8633 Pax: 971-321-5037 Email: Rob.Stackhouse@slandartl.com

<mailto:Rob.Stackhouse@slandartl.com>

- D. Name of contact person: Rob Stackhousc.....
- E. Federal Employer Identification No. (if you have one)
- V. Brief description of the Matter lo which this EDS pertains (Include project number and location of property, if applicable):

Appioval of a Clnss L Property 'rax Incentive for '.>.'.'(> W iactcscn \_

(!. Which City agency or department is iCqtlCSting illis EDS'? Department ofPjamip^ and Development

File #: 502020-878, <b>version</b> : 1	
I; the Maller is a contract being handled by i	the City's Department of Procurement Services, please complete the following.
SECTION n - DISCLOSURE OE OWNER	RSHIP IN TERESTS
A. NATURE OF THE DISCLOSING PAR	RTY
I. Indicate the nature of the Disclosing	Party:
[] Person	[] Limited liability company
[XI Publicly registered business corporation	
[ ] Privately held business corporation [ ] Sole proprietorship	<ul><li>[ j Joint, venture</li><li>[ ] Not-for-profit corporation</li></ul>
[] General partnership	(Is the not-for-profit corporation also a 501(c)(3))?
[] Limited partnership	] Yes
[] Trust	[] Other (please specify)
2. For legal entities, the state (or foreign cou	untry) of incorporation or organization, if applicable:
Oregon	
3. For legal entities not organized in the St	tate of Illinois: Plas the organization registered to do
business in the State of Illinois as a foreign	entity?
[] Yes [x]No	[] Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LE	GAL ENTITY:
corporations, all members, if any, which are entities"); (ui) for trusts, estates or other sim general or limited partnerships, limited liabi	applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit e legal entities (if there are no such members, write "no members which are legal nilar entities, the trustee, executor, administrator, or similarly situated parly; (iv) for ility companies, limited liability partnerships or joint ventures, each general partner, erson or legal entity that directly or indirectly controls the day-to-day management of the
NOTE: Each legal entity listed below must	submit an EDS on its own behalf.
"Name Title Please sec page 16. for list of Executive Off	ficers and Directors

c. 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 roi pn: al ion, pnrtneiship 'merest n: a pui ir.ei ;.n .p m ;onv venture, mleresi of a member oi manager in a

2. Please provide the following information concerning each person or legal entity having a dncct or mdnect, current or prospective (i

File #: SO2020-878, Version: 1		
V::i .'.(US I		
j		4-4- UNI U
limited liability company, or interest of a beneficiary of a trust, estate	or other similar entity. If no	ne, state "None."
NOTE: Each legal entity listed below may be required to submit an E	DS on its own behalf.	
	ercentage Interest in the App	licant
Man Yasuda Life 1-1. Mnruncuicli] 2-cliomc, Clriyodn-kn. Tokyo 10Q-000\ Jnpnn 'the Annual Report lor year ended March j I, 2019 (or Mciji Y.isuda l.ile ln.snrar.ee <a href="http://ln.snrar.ee">http://ln.snrar.ee</a>	100% r.ee> Company (Japan) has been sulmnue	ed separately
SECTION III INCOME OR COMPENSATION TO, OR OWN	NERSHIP BY, CITY ELEC	CTED OFFICIALS
ITas the Disclosing Party provided any income or compensation to an		
12-month period preceding the date of this EDS?		-
	[] Yes	[x] No
Does the Disclosing Party reasonably expect to provide any income of elected official during the 12-month period following the dale offitis I		jx ] No
If "yes" to either ofthe above, please identify below the name(s) of su- compensation:	ch City elected official(s) and	d describe such income or
Docs any Cily elected official or, to the besl ofthe Disclosing Parly's k	nowledge afterreasonable	
inquiry, any Cily 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 Dis	sclosing Party?	
[ 1 Yes   No		
If "yes," please identify below the namc(s) of such City elected official financial interest(s).	ul(s) and/or spouse(s)/domest	ic partner(s) and describe the
SECTION IV - DISCLOSURE OF SUBCONTRAC TORS AND O	OTHER RETAINED PART	ΓIES

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 Parly is not required to disclose employees who are paid solely through the Disclosing Parly's icgular payroll. If the Disclosing Party is uncertain whether a disclosure: is required under tins Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

File #: SO2020-878, Version: 1
Name (indicate whether Business Relationship to Disclosing Party Fees (indicate whether
retained or anticipated Address (subcontractor, attorney, naid or estimated.) NOTE: to be retained) lobbyist, etc.) "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)
[x] Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities. SECTION V
CERTIFICA TIONS
A. COURT-ORDERED CHILD SUPPORT COMPLIANCE
Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.
Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?
[] Yes [x] No [] No person directly or indirectly owns 10% or more ofthe Disclosing Party.
If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement9
[   Yes [ ] No
B. FURTHER CERTIFICATIONS
1 [This paragraph 1 applies only if the Mallei is a contract being handled by the City's Department of Procurement Services.) In the 5-year period preceding the dale of this EDS, neither the Disclosing Parly nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the sei vices 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, oi continue with a contract in progress).

Revenue.

indebtedness owed to me City of Chicago, including, but. nol limited lo. waler and sewer charges, license fees, parking tickets, proposity taxes and sales taxes, nor is the Disclosing Par;y delinquent in (he payment of any lax adm nistci cd by the Illinois Department of

2 I be Disclosing Party and its Affiliated Entities aie not delinquent in the payment of any fine, fee, tax or oihe! source of

File #: SO2020-878.	Version:	1
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- 3. The Disclosing Parly and, ii' Ihe Disclosing Parly is a legal entity, all of those persons or entities identified in Section H(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, stale 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, slate or local) with committing any of Ihe offenses sel 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
- c. 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. Willi respect to Contractors, the lei m Alii haled Entity means a person or entity that diiccily or indirectly contions the Connactor, is controlled by it, or, with the Contractor, is tinded common control of another person or entity:
  - any responsible official ofthe Disclosing Party, any Conlracloi or any Affiliated Entity or any other official, agent or employee of the Disclosing Pai ty, any Contractor or any Affiliated Entity, acting pursuant lo the direction or authorization of a responsible official ofthe Disclosing Party, any Coniiaeioi or any Affiliated luilii} (collectively "Agenis")

V.;, fl) x

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of cither 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 parly 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 A f[ilialed 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 (I) 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 ofthe United States of America lhat 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, Slate, or Treasury, or any successor federal agency.
- 8 [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter I -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 undpr 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 oTlhc City or any "sister agency"; and (ii) the Applicant understands and acknowledges thai compliance with Article I is a continuing requirement for doing business with the Cily. NOTE: If MCC Chapter 1 -23, Article 1 applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOP. APPLICANT ONLY] The Applicant and us Affiliated Entities will nol. use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S EPA on the federal System foi Awaid Management ("SAM")
- I 0. | FOR APPLICANT ONI...Y| The Applicant will obtain from any contractors/subcontractors hired ta to be haed in connection with the Mattel certifications equal in loin; and substance lo (.liose in Certifications (2) and (9) above and will i;o(. wit.amii ihe pnoi wniicn consent of She City, use any sue!:

conn actor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not piovided or cannot provide truthful certifications.

1 1. 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:

None

File #: SO2020-878, Version: 1
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 ofthe Disclosing Party's knowledge afterreasonable inquiry, the following is a complete list of all current employees ofthe Disclosing Party who were, at any time during the 12-month period preceding the date ofthis EDS, an employee, or elected or appointed official, ofthe City of Chicago (if none, indicate with "N/A" or "none").  None;
13. 'fo the best ofthe Disclosing Parly'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 offhis EDS, to an employee, or elected or appointed official, ofthe City of Chicago. For purposes ofthis 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 ofthe City recipient. None
C CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1. The Disclosing Party certifies lhat the Disclosing Party (check one)
[] is [x j is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2 If [.he Disclosing Party IS a financial institution, then ihe Disclosing Party pledges:
"We are not and w;!l nol become a predatory lender as defined in MCC Chaplei 2-32. We further pledge th;u none of our affiliates is, and none of them will become, a predatory lender as defined in MC,(! Chapter 2-32 We understand ihal becomme a p;ed;iu >ry -em-ei or becoming an al Illi ale of a picdatory lender may result in the loss ofthe privilege of doing business with the City"
If the Disclosing Parly 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 (at tach 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 Parly'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?

[ J Yes [xjNo

File #: SO2020-878, Version: 1

NOTE: If you checked "Yes" to Item DQ), 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 ofthe 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?

\ ]Ycs [ ]No

3. If you checked "Yes" to Hem D(l). provide the names and business addiesses 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

■I 'I he Disclosing Party furiher certifies that no pioluhited financial interest in the Matter will be uiquite.'l by any Cily official or employee.

#### F, CBRirFICATIONREGARDING SLAVERY ERA BUSINESS

Please check cither (1) or (2) below. If the Disclosing Party cheeks (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 ffie City.

- \_Ji\_J. The Disclosing Party verities 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 REGAINING LOBBYING n/a  1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have, marie 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 "N A" or if the word "None" appear, il will be conclusively presumed that the Disclosing Party means that NO per sons or entities registered under the Lobbying Disclosure. Act of 1993 as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter)  / The Disclosing Party lias not spent end will not expend any federally appropriated funds to pay any peix m or entity listed in pangiaph A(1) above in: ins or hel lobbying activituts of to pay any peix no i entity to influence of attempt lo rillicance an ollice or employee of any agency, as defined by applicable fodiral inw a member of Cutigivs:., an olheei m employee i.\(\frac{1}{2}\) Corgic:.;; or an employee  of a member of Congress, in connection with the award of any lederally 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, pand, but a materially affects the accuracy of the statements and information set forth in pangiaphs A(1) and A(2) above.  4. 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 pangiaphs A(1) and A(2) above.  4. The Disclosing Party certifies	File #: SO2020-878, Version: 1				
NOTE: If the Matter is federally funded, complete this Section VL 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 obligation's of the City are not. federal funding.  A. CERTIFICATION REGAINING LOBBYING n/a  1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have, marie 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 "N.A" or if the word "None" appear, il will be conclusively presumed that the Disclosing Party means thai NO pei sons or entities registered under the Lobbying Disclosure. Act of 1 99% as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter)  / The Disclosing Party lias not spent end will not expend any federally appropriated .funds to pay any pei.vm or entity listed in paragiaph A(1) above In: ins or hei lobbying aci* vituts oi to pay any peisun oi entity to influence oi attempt lo ritilize nee an oliicci or employee of any agency, as defined by applicable fodiral iaw a member of Cutigivs:,, an olheei m employee i.\Corgic::, or an employee  of a member of Congress, in connection with the award of any lederally 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, oll 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 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 statem					
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(If no explanation appears or begins on the lines above, or if the letters "N A" or if the word "None" appear, il will be conclusively presumed that the Disclosing Parly means thai NO pei sons or entities registered under the Lobbying Disclosure. Act of 1 99\ as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter)  / The Disclosing Party lias not spent end will not expend any federally appropriated .funds to pay any pei.vm or entity listed in paragiaph A(1) above ln: ins or hei lobbying aci*vituts of to pay any peisum of entity to influence of attempt lo riillie.nce an olitici or employee of any agency, as defined by applicable fodiral iaw a member of Cutigivs;., an olheef memployee i,\ Corgie;, or an employee  of a member of Congress, in connection with the award of any lederally 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, 01 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 ofthe statements and information set forth in paragraphs A(l) and A(2) above.  4. The Disclosing Party certifies thai, cither: (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 folicy(a) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section folicy(b) and A(2) above.  5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance lo paragraphs A(l) 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. CERTIFI	A. CERTIFICATION REGAINING LOBBYING n/a				
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[] Yes [] No	Is (he Disclosing Party the Applicant?				
	[] Yes [] No				

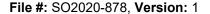
If "Yes,' answer the th	ree questions be	low:
Have you develope	ed and do you ha	eve on file affinnative action piograms pursuant to applicable federal regulations? (Sec 41 CFR
Part 60-2.)	•	
[ } Yes	[   No	
•		rting Committee, the Director of the Office of Federal Contract Compliance Programs, or the
Equal Employment Op	portunity Comn	nission all reports due under the applicable filing requirements?
[ JYes	[ jNo	[ I Reports nol icquired
3. I lave you participa	ated in any previ	ous contracts or subcontiacts subject to the canal opportunity clause <sup>0</sup>
'[1 Yes	! ] No	
If you checked "No" to	question (1) oi	(2) above, please provide an explanation

#### SUCTION VII - FURTHER ACKNOWLKDGMICNTS AND CERTIFICATION

The Disclosing Part)' understands and agrees that:

File #: SO2020-878, Version: 1

- 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 al www.cityofchicago.org/Ethics <a href="http://www.cityofchicago.org/Ethics">http://www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (3.12) 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 Jaw for a false statement of material fact may include incarceration and an awatd 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 ail 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 in formation provided in this EDS must be kept cm rent, fin 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 Parly 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.

I'nf.i: 1 I ,. ' I?

#### **CERTIFICATION**

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

SiunCoip Financial Gioup

(Print orlype exact legal name of Disclosing Parly)

$$\text{By4}^{\wedge\wedge\wedge\wedge}$$
\_ (Sign here)

(Print or type name of person signing) (Print or type title of person

signing)

Signed and sworn to before me on (date) at /WrA/Vtd-vf County, Q&tihoA

(state).

Notary Public Commission expires

OFFICIAL STAMP TOMMY A JONES NOTARY PUDLIC OnEGON COMMISSION NO. 976985 MY COMMISSION EXPIRES JULY 18. 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 ofthe 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 (I) all executive officers of the Disclosing Party listed in Section II.B.l.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 mid 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?

I. I Yes  $|_{x}$  1 No

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

i<sup>J</sup>,is>c I 5 ol i •>

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

#### BUILDING CODE S C OFFL AW/PR OB L EM LANDLORD CERTIFICATION

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

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofllaw or problem landlord pursuant to MCC Section 2-92-4.16?

[]Yes [x]No

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

I' J Yes [] No [x] The Applicant is not publicly tiaded on any exchange.

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

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

#### PROHIBITION ON VYAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is Lo be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted ("www.amlegal.com <a href="http://www.amlegal.com">http://www.amlegal.com</a>). generally covers a party lo any agreement pursuant lo which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385,1 hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(l) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history born current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

[]Yes []No

[x] N/A - I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385. This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(l).

If you checked "no" to tbe above, please explain.

### StanCorp Financial Group

Executi ve Ojficars

Name

John Gregory Ness Holley Young Franklin, JD Sally Ann Manafi, FSA Robert Michael Ericleson, CM A

Chan-man, President & Chief Executive Officer VP, Chief Legal Officer & Corporate Secretary VP, Corporate Actuaiy & Chief Risk Officer VP, Chief Accounting Officer & Treasurer

Directors or Trustees Name

Frederick William Buckman Ranjana Bhattacharya Clark Elizabeth Ellen Flynn Debora Dyer Horvath Akira Kumabe Dunne Charles McDougall Helen Elizabeth Mitchell Kevin Masaxo Murai joh.n Gregory "Ness Mary Frances Sammons Masaharu Shiraishi Minoru Wakabayashi Richard Howard Wills Kazunori Yamauchi