

herewith and made a part thereof and to no others.

SECTION 2: This ordinance shall take effect upon its passage and due publication.

Address: 501-531 W. Adams St.; 200-328 S. Canal St.;
506-530 W. Van Buren St.; and 201-339 S. Clinton St.

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PLANNED DEVELOPMENT STATEMENTS

1. The area delineated herein as Business Planned Development Number 376, as Amended ("Planned Development") consists of approximately 251,499 square feet of land area which is depicted on the attached Planned Development Boundary and Property Line Map ("Property"). The Property consists of Sub-Area A, Sub-Area B and Sub-Area C. Sub-Area A and Sub-Area C are owned by National Railroad Passenger Corporation d/b/a Amtrak ("Amtrak"). Sub-Area B is owned by the City of Chicago (the "City"). Amtrak and the City have authorized RC Union Station Development Company, LLC (the "Applicant") to be the Applicant for purposes of this Planned Development.
- 2 The requirements, obligations and conditions contained within this Planned Development shall be binding upon the Applicant, its successors and assigns and, if different than the Applicant, the legal title holders and any ground lessors. All rights granted hereunder to the Applicant shall inure to the benefit of the Applicant's successors and assigns and, if different than the Applicant, the legal title holder and any ground lessors. Furthermore, pursuant to the requirements of Section 17-8-0400 of the Chicago Zoning Ordinance (the "Zoning Ordinance"), the Property, at the time of application for amendments, modifications or changes (administrative, legislative or otherwise) to this Planned Development are made, shall be under single ownership or designated control. Single designated control is defined in Section 17-8-0400 of the Zoning Ordinance; provided, however, that after the adoption of an ordinance wherein the property is divided into specifically delineated subareas or subparcels, each having its own bulk and density standards, or similar subarea specific or subparcel specific development controls or requirements, the owners of or designated controlling party for

each subarea may seek amendments, changes, or modifications for that subarea without the consent of the owners or designated controlling party of the other subareas. The right to amendments, changes or modifications described in the preceding sentence shall be subject to the conditions and limitations contained in Section 17-8-0400 of the Zoning Ordinance.

- 3. All applicable official reviews, approvals or permits are required to be obtained by the Applicant or its successors, assignees or grantees. Any dedication or vacation of streets or alleys or grants of easements or any adjustment of the right-of-way shall require a separate submittal to the Department of Transportation ("CDOT") on behalf of the Applicant or its successors, assignees or grantees.

The Applicant shall commit to provide and fully fund infrastructure improvements as described in the Traffic Management Plan ("TMP") (attached hereto as Exhibit A to this Planned Development Ordinance).

Physical infrastructure improvements specific to Sub-Area A shall include the improvements described in the "Vehicular Traffic and Parking Access" section of the TMP under the following subtitles:

- "Using the existing Headhouse driveways to access the existing below grade parking;"
- "Establish curbside standing zones for Headhouse user drop-off and pick-up;" "Use of existing Headhouse below-grade loading docks for service, loading and delivery;" and

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- "Restrict southbound right turns from Clinton Street lo Quincy Street."

Prior to the issuance of the final Certificate of Occupancy ("Occupancy") for any of the anticipated hotel uses above the second floor of the Chicago Union Station Headhouse in Sub-Area A, the Applicant shall complete the physical infrastructure improvements specific to Sub-Area A as noted above. Prior to the issuance of the final Certificate of Occupancy of Sub-Area C, the Applicant shall complete all other infrastructure improvements described in the TMP, including but not limited to the improvements described in the "Curbside Management" and "Active Transportation Management" sections.

The Applicant shall be responsible for making the following signal improvements:

Monroe	JEFFERSON ST	ATC 1000 Controller Pedestrian Countdown
	CLINTON ST	ATC 1000 Controller
	CANAL ST	ATC 1000 Controller
	GATEWAY CROSSING (Riverside Plaza)	ATC 1000 Controller
Adams	JEFFERSON ST	Pedestrian Countdown
	CLINTON ST	ATC 1000 Controller
	CANAL ST	ATC 1000 Controller
Jackson	JEFFERSON ST	ATC 1000 Controller Pedestrian Countdown
	CLINTON ST	ATC 1000 Controller
	CANAL ST	ATC 1000 Controller

	GATEWAY CROSSING (Riverside Plaza)	ATC 1000 Controller Pedestrian Countdown
Van Buren	JEFFERSON ST	ATC 1000 Controller Pedestrian Countdown
	CLINTON ST	ATC 1000 Controller Pedestrian Countdown
	CANAL ST	Pedestrian Countdown

The Applicant shall also convert the unused bus lane on the north side of West Adams Street, between South Canal Street and South Clinton Street, to a traffic lane with no parking tow zone signage and the Applicant will update the Traffic Management Plan Exhibits to reflect this.

Any requests for grants of privilege, or any items encroaching on the public way, shall be in compliance with the Planned Development.

Ingress or egress shall be pursuant to the Planned Development and may be subject to the review and approval of the Departments of Planning and-Development and Transportation. Closure of all or any public street or alley during demolition or construction shall be subject to the review and approval of CDOT.

Pursuant to a negotiated and executed Perimeter Restoration Agreement ("Restoration Agreement") by and between CDOT's Division of Infrastructure Management and the Applicant, the Applicant shall provide improvements and restoration of all public way adjacent

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to the Property, which may include, but not be limited to, the following as shall be reviewed and determined by CDOT's Division of Infrastructure Management:

- Full width of streets
- Full width of alleys
- Curb and gutter
- Pavement markings
- Sidewalks
- ADA crosswalk ramps
- Parkway & landscaping

The Perimeter Restoration Agreement must be executed prior to any CDOT and Planned Development Part II review permitting. The Restoration Agreement shall reflect that all work must comply with current Rules and Regulations and must be designed and constructed in accordance with CDOT's Construction Standards for work in the Public Way and in compliance with the Municipal Code of Chicago Chapter 10-20. Design of said improvements should follow CDOT's Rules and Regulations for Construction in the Public Way as well as The Street and Site Plan Design Guidelines. Any variation in scope or design of public way improvements and restoration must be approved by CDOT.

4. This Planned Development Ordinance consists of 23 Statements: a Bulk Regulations Table; an

Existing Zoning Map; an Existing Land-Use Map; a Planned Development Boundary and Property Line Map; Site Plans (Sub Areas A & C); Sub Area Map; Landscape Plans (Sub Areas A & C); Planting Details, and Street Sections for Sub Area C; Building Sections (Sub Area A: North-South, East-West & Sub Area C: North-South); a Green Roof Plan (Sub Area C); Building Elevations (North, South, East and West for Sub Areas A & C); and Canal and Clinton Street Plans for Sub Area C prepared by SCB and Goettsch Partners dated October 18, 2018, the Union Station Traffic Management Plan prepared by Kimley Horn dated October 2018 (Exhibit A), and a Memorandum of Understanding between the City of Chicago and the National Railroad Passenger Corporation (Exhibit B), attached hereto. Full-sized copies of the Site Plan, Landscape Plan and Building Elevations are on file with the Department of Planning and Development ("DPD"). In any instance where a provision of this Planned Development conflicts with the Chicago Building Code, the Building Code shall control. This Planned Development Ordinance conforms to the intent and purpose of the Zoning Ordinance, and all requirements thereto, and satisfies the established criteria for approval as a Planned Development. In case of a conflict between the terms of this Planned Development Ordinance and the Zoning Ordinance, this Planned Development Ordinance shall control.

5. In each of the following Sub Areas of this Planned Development, the following uses shall be permitted in this Planned Development:

Sub-Area A: utilities and services, major (including passenger and commuter rail lines and activities directly related to the provision of passenger and commuter rail service, and accessory or related uses); hotel; office; indoor sports and recreation, participant; food and beverage retail sales; liquor store (packaged goods); eating and drinking establishments; retail sales; financial services; assisted living; day cares; personal service; artisanal manufacturing services; entertainment and spectator sports; indoor special event facilities; cultural exhibits/libraries;

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accessory parking; co-located wireless communication facilities: and uses accessory or incidental to any of the foregoing uses.

Sub-Area B: utilities and services, major.

Sub-Area C: utilities and services, major; office; parks and recreation, indoor sports and recreation, participant; food and beverage retail sales; liquor store (packaged goods); eating and drinking establishments; retail sales; financial services; day cares; personal service; indoor special event facilities; accessory parking; co-located wireless communication facilities; and related accessory uses.

6. On-Premise signs and temporary signs, such as construction and marketing signs, shall be permitted within the Planned Development, subject to the review and approval of the Department of Planning and Development. Off-Premise signs are prohibited within the boundary of the Planned Development.
7. For purposes of height measurement, the definitions in the Zoning Ordinance shall apply. The height of any building shall be measured from the top of the curb at the intersection of Jackson and Canal and

shall also be subject to height limitations, if any, established by the Federal Aviation Administration.

8. The maximum permitted Floor Area Ratio. ("FAR") for the Property shall be in accordance with the attached Bulk Regulations Table. For the purposes of Floor Area calculations and measurements, the General Terms and Measurements in the Zoning Ordinance shall apply. The permitted Floor Area identified in the Bulk Regulations Table has been based on the Net Site Area of 251,498 square feet and the maximum permitted FAR identified in the Bulk Regulations Table.
9. Upon review and determination, "Part II Review", pursuant to Section 17-13-0610 of the Zoning Ordinance, a Part II Review Fee shall be assessed by the Department of Planning and Development. The fee, as determined by staff at the time is final and binding on the Applicant and must be paid to the Department of Revenue prior to the issuance of any Part II approval.
10. The Site and Landscape Plans shall be in substantial conformance with the Landscape Ordinance and any other corresponding regulations and guidelines, including Section 17-13-0800. Final landscape plan review and approval will be by the Department of Planning and Development. Any interim reviews associated with site plan review or Part II reviews, shall be conditional until final Part II approval.
11. The Applicant shall comply with Rules and Regulations for the Maintenance of Stockpiles promulgated by the Commissioners of the Departments of Streets and Sanitation, Fleet and Facility Management and Buildings, under Section 13-32-085, or any other provision of the Municipal Code of Chicago.
12. The terms and conditions of development under this Planned Development Ordinance may be modified administratively, pursuant to section 17-13-0611-A of the Zoning Ordinance by the Zoning Administrator upon the application for such a modification by the Applicant, its successors and assigns and, if different than the Applicant, the legal title holders and any ground lessors of the Property.

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13. The Applicant acknowledges that it is in the public interest to design, construct and maintain the development in a manner which promotes, enables and maximizes universal access throughout the Property. Plans for all buildings and improvements on the Property shall be reviewed and approved by the Mayor's Office for People with Disabilities to ensure compliance with all applicable laws and regulations related to access for persons with disabilities and to promote the highest standard of accessibility.
14. The Applicant acknowledges that it is in the public interest to design, construct, renovate and maintain all buildings in a manner that provides healthier indoor environments, reduces operating costs and conserves energy and natural resources. The Applicant shall obtain the number of points necessary to meet the requirements of the Chicago Sustainable Development Policy, in effect at the time of the Part 11 review process is initiated for each improvement that is subject to the aforementioned policy and must provide documentation verifying compliance with said policy.

15. The Applicant and the Department of Planning and Development, at either party's request, may continue to evolve the design of the building elevations for the building to be located in Sub-Area C; changes to such elevations, if any, shall, if mutually agreed, be approved by the Department administratively as a Minor Change.
16. Pursuant to this Planned Development, an FAR Building Area of 425,202 square feet is being transferred from Sub-Area A to Sub-Area C. Subject to the terms and conditions contained in the Memorandum of Understanding between the City of Chicago and National Railroad Passenger Corporation Regarding Chicago Union Station (the "MOU"), which the City and Amtrak have entered into or shall enter into, a copy of the final form which is attached hereto as an Exhibit B, Amtrak shall plan, design and use best efforts to complete certain improvements within Sub-Area A in connection with the Planned Development. Said improvements are described in the MOU (the "Improvements"). The MOU is hereby ratified pursuant to this Planned Development. Section 1 A(iv) of the MOU authorizes the City, upon Amtrak's written request, to approve a minor change to the Planned Development pursuant to Section 17-13-0611 -A(2) of the City's Zoning Ordinance (provided that such minor change will not result in an increase in the maximum permitted floor area ratio for the total net site area), such that an FAR Building Area of 417,344 square feet will be transferred from Sub-Area B to Sub-Area A upon Amtrak's exercise of its rights under the Rights of First Offer Agreement (the "ROFO Agreement") dated May 1, 2015, and the subsequent transfer of the Air Rights (as defined in the ROFO Agreement) comprising said 417,344 square feet of FAR Building Area, from the City to Amtrak; provided, however, that Amtrak acknowledges that subsequent additional development of Sub-Area A that increases the height of the Station more than 10% of the maximum height for Sub-Area as stated in the Planned Development will require a major change to the Planned Development pursuant to Sections 17-13-0611-B and 17-13-1003-L of the City's Zoning Ordinance. Pursuant to Statement 16 of the Planned Development, concurrent with the aforementioned transfers, the minor change shall also authorize the transfer of 7,868 square feet of FAR Building Area from Sub-Area C to Sub-Area A. The Applicant acknowledges (i) such Section 1 A(iv) of the MOU and (ii) that the Applicant and its successors shall be bound thereby. After (a) the adoption and publication of this Planned Development, (b) the Applicant closes on the purchase of the Sub-Area C property, and (c) Amtrak closes on its purchase of the Air Rights from the City pursuant to the ROFO Agreement, Amtrak shall

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undertake the Improvements described in the MOU at the Station (which is located within Sub-Area A of the Planned Development) in connection with the Planned Development. Amtrak and the City agree that the Reimbursement Funds (as defined in the ROFO Agreement) shall be expended to pay for the Improvements; provided, however, that (x) Amtrak shall not be obligated to expend any sums in excess of the greater of \$11,500,000 or the Reimbursement Funds, (y) Amtrak shall not be obligated to expend any of its own funds to pay for the Improvements so long as a balance remains in the escrow⁷ referenced in the ROFO Agreement and (z) to the extent that the Reimbursement Funds are less than \$11,500,000, Amtrak shall be obligated to expend its own funds to pay for the Improvements only after all Reimbursement Funds have been disbursed to pay for said improvements.

17. The Applicant or its successors or assignees shall, at its own cost, construct the proposed public park as

shown on the Composite Landscape Plan - Sub-Area C (hereinafter the "Park"). The Applicant or its successors or assignees shall be responsible for maintaining, repairing, replacing, and managing the Park, including ensuring that the landscaping is well maintained, that the vegetation and plantings are kept in healthy condition, and that the Park facilities and areas are clean, well lit, litter free and clear of snow and debris. The Applicant shall provide sufficient liability insurance coverage necessary for the operation of the Park for public use. The Applicant shall also provide informational signage at all entries that the Park is open to the public, free of charge, during normal park hours from 6:00am to 11:00pm every day of the year. Maintenance and management obligations shall be binding upon the Applicant, its successors and assigns.

Prior to issuance of building permits for Sub-Area C, the Applicant will enter into a development and maintenance agreement with the City of Chicago binding the Applicant, its successors and assigns for the construction, maintenance, and management of the Park. The Park is required to be complete prior to issuance of certificate of occupancy for the principal building within Sub-Area C. Upon completion of the Park, the Applicant will memorialize the Park in a public access easement agreement with and for the benefit of the City of Chicago or a not for profit accredited land conservancy trust, as approved by the City, whose purpose is to hold open space public access easements. Any costs associated with establishing, monitoring, or stewardship of the public access easement shall be the responsibility of the Applicant, and would need to be contributed at the time when the easement is granted.

18. The Applicant has expressed interest in relocating certain elements of the existing Union Station Transit Center (the "USTC Site") in Sub-Area B (the "CTA Service Facilities Building") to Sub-Area C in order to extend the plaza landscaping and access paths from Sub-Area C onto the USTC site. The CDOT Commissioner is hereby granted authority to enter into and administer agreements related to the relocation of the CTA Service Facilities at the Applicant's expense.

19. The TMP, which is attached as an exhibit to this Planned Development Ordinance, shall become effective after the issuance of the Certificate of Occupancy for Sub-Area A or Sub-Area C of the Planned Development, whichever occurs first. The Applicant's compliance with the TMP shall be a requirement of this Planned Development Ordinance and shall be coordinated with CDOT. After the initial Occupancy of any Sub-Area, and prior to the subsequent Occupancy of a different sub-area, the Applicant may request CDOT to review the TMP, and CDOT may update the TMP as necessary.

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20. CDOT and the Office of Emergency Management & Communications ("OEMC") have determined that the posting of Traffic Control Aides ("TCAs") and Parking Enforcement Aides ("PEAs" and, together with TCAs, "Aides") would help traffic operations at key intersections within and adjacent to the Planned Development during the AM and PM peak hours, Monday through Friday, and allow for strict enforcement of both curbside regulations and parking restrictions.

Accordingly, the Applicant agrees to meet with OEMC prior to construction start of each Planned Development sub-area and to compensate the City, at the generally applicable part-time Aide rate, for the cost of Aides posted within or adjacent to the Planned Development as determined necessary by OEMC

due to the Planned Development construction activities.

The Applicant further agrees to enter into an agreement (the "Aides Agreement") with OEMC upon the initial Occupancy of any Planned Development sub-area, for a period of ten (10) years from the date of issuance of said Occupancy, in order to compensate the City for a portion of the cost of three (3) TCAs and two (2) PEAs posted within or adjacent to the Planned Development, as determined necessary by CDOT and OEMC. The Executive Director of OEMC or the Executive Director's designee (the "Executive Director") is authorized to negotiate, execute and deliver the Aides Agreement, and such other supporting documents as may be necessary or appropriate to carry out and comply with the provisions of the Aides Agreement, with such changes, deletions and insertions as shall be approved by the Executive Director.

The payment structure by which the Applicant compensates the City will be as follows: a) upon Occupancy of one of the Planned Development Sub-Area A or Sub-Area C, the Applicant will pay to the City the full cost of 1.5 TCAs, and the City will pay for 1.5 TCAs and 2 PEAs; b) upon the Occupancy of both the Planned Development Sub-Area A and Sub-Area C, the Applicant will pay to the City the full cost of 3 TCAs, and the City will pay for 2 PEAs; c) upon Occupancy of any portion of the block located at 303 South Canal Street (PIN#17-16-121-003), which is currently located outside but adjacent to this Planned Development, the Applicant will pay to the City the full cost of 3 TCAs and 2 PEAs.

Compensation amounts for the cost of the Aides will be based on actual Aide assignment to intersections or streets (if a roving Aide) within or adjacent to the Planned Development. Payments received from the Applicant under the Aides Agreement will be appropriated into a fund designated by the Director of the OEMC and the Director of the Office of Budget and Management (the "OBM"). The first payment will be made on a date designated by the Director of the OBM. The Aides Agreement shall be recorded against the Planned Development. The first payment will be made on a date as determined by OBM and will be pro-rated for the remaining number of months in that year. On a date as determined by OBM of the following year, the Applicant will provide the next payment, and each payment thereafter. The Aides Agreement will be reviewed annually to determine if the payment amount needs to be modified based on changes in wages. The Applicant may request the City's approval of changes to this statement, including specifically a reduction in the number of Aides and the amount of the Applicant's payment obligation based on evidence of changed circumstances. Such evidence shall include, as appropriate, traffic analyses and other technical data. The City agrees at a minimum, based on Applicant-supplied traffic analyses, OEMC/CDOT data and analyses and other evidence, to review the appropriateness of the Applicant's Aide payment

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obligation on the earlier to occur of (1) the date of the next requested comprehensive amendment of this Planned Development; or (2) on an annual basis.

21. Pursuant to the Chicago Zoning Ordinance (Sec. 17-8-0911), Planned Developments are to give priority to the preservation and adaptive reuse of Chicago Landmark buildings. The Planned Development includes the Union Station building at 210 S. Canal Street, which is designated as a Chicago Landmark. Proposed work to Union Station will require review and approval by the Commission on Chicago Landmarks and will need to meet the Commission/Permit Review Committee conditions of approval, pursuant to the Chicago Landmarks Ordinance, Section 2-120-740.

- 22 The Applicant acknowledges that it is the policy of the City to maximize opportunities for Minority and Women-owned Business Enterprises ("M/WBEs") and City residents to compete for contracts and jobs on construction projects approved through the planned development process. To assist the City in promoting and tracking such M/WBE and city resident participation, the Applicant for planned development approval shall provide information at three points in the City approval process. First, the Applicant must submit to DPD, as part of its application for planned development approval, an M/WBE Participation Proposal. The M/WBE Participation Proposal must identify the Applicant's goals for participation of certified M/WBE firms in the design, engineering and construction of the project, and of city residents in the construction work. The City encourages goals of (i) 26% MBE and 6% WBE participation (measured against the total construction budget for the development or any phase thereof), and (ii) 50% City resident hiring (measured against the total construction work hours for the project or any phase thereof). The M/WBE Participation Proposal must include a description of the Applicant's proposed outreach plan designed to inform M/WBEs and City residents of job and contracting opportunities. Second, at the time of the Applicant's submission for Part II permit review for the development or any phase thereof, the Applicant must submit to DPD (a) updates (if any) to the Applicant's preliminary outreach plan, (b) a description of the Applicant's outreach efforts and evidence of such outreach, including, without limitation, copies of certified letters to M/WBE contractor associations and the ward office of the alderman in which the development is located and receipts thereof; (c) responses to the Applicant's outreach efforts, and (d) updates (if any) to the Applicant's M/WBE and city resident participation goals. Third, prior to issuance of a Certificate of Occupancy for the project or any phase thereof, the Applicant must provide DPD with the actual level of M/WBE and city resident participation in the project or any phase thereof, and evidence of such participation. In addition to the foregoing, DPD may request such additional information as the department determines may be necessary or useful in evaluating the extent to which M/WBEs and City residents are informed of and utilized in planned development projects. All such information will be provided in a form acceptable to the Zoning Administrator. DPD will report the data it collects regarding projected and actual employment of M/WBEs and city residents in planned development projects twice yearly to the Chicago Plan Commission and annually to the Chicago City Council and the Mayor.
23. This Planned Development shall be governed by Section 17-13-0612 of the Zoning Ordinance. Should this Planned Development ordinance lapse, the Zoning Administrator shall initiate a Zoning Map Amendment to rezone the property to DC-12.

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Bulk Regulations And Data Table

Gross Site 189,686 Area

ROW Area 62,760
126,926

Net Site Area

FAR Bldg. 1,097,910 Area

Maximum 8.65 FAR

Maximum 165' Height

Maximum 0 DU

Max Hotel 400 Keys

175,000

Max Office & Retail Floor Area
265

Max Parking

Minimum 50

**Bike
Parking**

Minimum 4 Loading

23,327

34,962 418,344

12.00

40'

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42,080

89,710 1,501,722

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400 50

128,167

251,498 3,017,976

12.0

715' Max [1] 0 units 400 keys 1,675,000

665 stalls 100 bikes

8 at 10x25 with 12' clear

[1] Measured from the top of curb at the intersection of Jackson and Canal Street adjacent to the Property

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PD 376 BOUNDARY TO BE EXPANDED TO INCLUDE CURRENT PD #506

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OFFICE 262.00'

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W. QUINCY STREET

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RESIDENTIAL
105 00'

OLD
POST
OFFICE

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PLANNED DEVELOPMENT BOUNDARY & PROPERTY LINE MAP

NET AREA GROSS AREA SUB AREA W 126,926 SF 189,686 SF SUB AREA 'B' 34,862 SF 58,189 SF SUB AREA 'C' 89,710 SF 131,790 SF

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Final for Publication SITE PLAN ■ SUB-AREA 'A'

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LANDSCAPE PLAN - SUB AREA "A" **4TH floor roof Terrace for Publication**

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OPEN TO BELOW

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] LANDSCAPED AREA (AREA =20,650 SF)

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LANDSCAPE PLAN - SUB AREA 'A' 9TH FLOOR HOTEL 'A' PENTHOUSE PLAN

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fMfllll PAVED TERRACE - HOTEL (AREA = 6,850 SF)
ifill&i LANDSCAPED AREA (AREA = 1,150 SF)

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BUILDING SECTION - SUB-AREA 'A'
EAST-WEST SECTION

Final **for**
Publication

MATERIAL NOTES ■: EXISTING

LIMESTONE EXTERIOR WALL

EXISTING BRICK WALL

3) EXISTING WINDOW

4) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS REPLACEMENT WINDOWS PROFILES TO MATCH

EXISTING

4) (?) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW AND METAL WALL SYSTEM.

(?) NEW METAL ROOF SYSTEM

(?) NEW METAL AND GLASS CANOPY WITH INTEGRATED SIGNAGE

8) NEW MASONRY STAIRS AND ACCESSIBLE RAMP

9) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW WITH INTEGRATED SIGNAGE

9) ..J

Applicant: RC Union Station Development Company,
LLC Address: 310 S. Canal Street Introduced:
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BUILDING SECTION ■ SUB-AREA 'A'
NORTH-SOUTH SECTION

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Publication

MATERIAL NOTES

- Ci) EXISTING LIMESTONE EXTERIOR WALL
- 2) EXISTING BRICK WALL
- 3) EXISTING WINDOW
- Qj) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS REPLACEMENT WINDOWS PROFILESTO MATCH EXISTING
- (5) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW AND METAL WALL SYSTEM
- (?; NEW METAL ROOF SYSTEM
- (f) NEW METAL AND GLASS CANOPY WITH INTEGRATED SIGNAGE
- (8) NEW MASONRY STAIRS AND ACCESSIBLE RAMP
- '9) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW WITH INTEGRATED SIGNAGE

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NORTH ELEVATION - SUB-AREA 'A ADAMS STREET ELEVATION

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MATERIAL NOTES

- 0 EXISTING LIMESTONE EXTERIOR WALL
- (2) EXISTING BRICK WALL
- 3) EXISTING WINDOW
- 4) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS REPLACEMENT WINDOWS PROFILES TO MATCH EXISTING
- 4) (I) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW AND METAL WALL SYSTEM
- (§) NEW METAL ROOF SYSTEM

- Cf) NEW METAL AND GLASS CANOPY WITH INTEGRATED SIGNAGE
- 5) NEW MASONRY STAIRS AND ACCESSIBLE RAMP
- (9"; NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW WITH INTEGRATED SIGNAGE

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Address: 310 S. Canal Street Introduced: September 20,
2018 Plan Commission: October 18, 2018

SOUTH ELEVATION ■ SUB-AREA 'A' JACKSON STREET ELEVATION Final for Publication

MATERIAL NOTES

- (T) EXISTING LIMESTONE EXTERIOR WALL
- (1) EXISTING BRICK WALL
- (3) EXISTING WINDOW
- (V; NEW, HIGH PERFORMANCE ALUMINUM AND GLASS REPLACEMENT WINDOWS PROFILES TO MATCH EXISTING
- (?) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW AND METAL WALL SYSTEM
- Ci) NEW METAL ROOF SYSTEM
- (?) NEW METAL AND GLASS CANOPY WITH INTEGRATED SIGNAGE
- '8) NEW MASONRY STAIRS AND ACCESSIBLE RAMP
- ^9.; NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW WITH INTEGRATED SIGNAGE

Applicant: RC Union Station Development Company,
LLC Address: 310 S Canal Street Introduced:
September 20, 2018 Plan Commission: October 18,
2018

EAST ELEVATION - SUB-AREA 'A' CANAL STREET ELEVATION

Final for Publication

MATERIAL NOTES

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- EXISTING LIMESTONE EXTERIOR WALL
- 2) EXISTING BRICK WALL
- (3) EXISTING WINDOW
- (4) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS REPLACEMENT WINDOWS PROFILE TO MATCH EXISTING
- (5) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW AND METAL WALL SYSTEM
- (5) NEW METAL ROOF SYSTEM
- (?) NEW METAL AND GLASS CANOPY WITH INTEGRATED SIGNAGE
- (8) NEW MASONRY STAIRS AND ACCESSIBLE RAMP
- (9.- NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW WITH INTEGRATED SIGNAGE

Applicant: RC Union Station Development Company, LLC Address: 310 S. Canal Street Introduced: September 20, 2018
Plan Commission: October 18, 2018

WEST ELEVATION - SUB-AREA 'A' CLINTON STREET ELEVATION

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MATERIAL NOTES

- CT) EXISTING LIMESTONE EXTERIOR WALL '
- (2 ! EXISTING BRICK WALL
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- 5) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW AND METAL WALL SYSTEM
- 6) NEW METAL ROOF SYSTEM
- Cf) NEW METAL AND GLASS CANOPY WITH INTEGRATED SIGNAGE
- (8) NEW MASONRY STAIRS AND ACCESSIBLE RAMP
- >9; NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW WITH INTEGRATED SIGNAGE

Applicant: RC Union Station Development Company, LLC Address: 310 S. Canal Street Introduced: September 20, 2018
Plan Commission: October 18, 2018

NORTH ELEVATION - SUB-AREA 'A' LIGHT COURT ELEVATION

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Final for Publication

MATERIAL NOTES

- (T) EXISTING LIMESTONE EXTERIOR WALL
- (2) EXISTING BRICK WALL
- @ EXISTING WINDOW
- 0 NEW. HIGH PERFORMANCE ALUMINUM AND GLASS REPLACEMENT WINDOWS PROFILESTO MATCH EXISTING
- (5, ' NEW. HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW AND METAL WALL SYSTEM
- (S) NEW METAL ROOF SYSTEM
- (?) NEW METAL AND GLASS CANOPY WITH INTEGRATED SIGNAGE
- (s) NEW MASONRY STAIRS AND ACCESSIBLE RAMP
- (9j) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW WITH INTEGRATED SIGNAGE

Applicant: RC Union Station Development Company, LLC
Address: 310 S. Canal Street Introduced: September 20,
2018 Plan Commission: October 18, 2018

SOUTH ELEVATION ■ SUB-AREA 71 LIGHT COURT ELEVATION

Final for
Publication

MATERIAL NOTES

- 0 EXISTING LIMESTONE EXTERIOR WALL
- 0 EXISTING BRICK WALL
- (3': EXISTING WINDOW
- 0 NEW, HIGH PERFORMANCE ALUMINUM AND GLASS REPLACEMENT WINDOWS PROFILE TO MATCH EXISTING
- 0 NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW AND METAL WALL SYSTEM
- 0; NEW METAL ROOF SYSTEM
- 0 NEW METAL AND GLASS CANOPY WITH INTEGRATED SIGNAGE
- 0 NEW MASONRY STAIRS AND ACCESSIBLE RAMP
- 0 NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW WITH INTEGRATED SIGNAGE

Applicant: RC Union Station Development Company,
LLC Address: 310 S. Canal Street Introduced:
September 20, 2018 Plan Commission: October 18,
2018

EAST ELEVATION - SUB-AREA 'A LIGHT COURT ELEVATION

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- C\ EXISTING LIMESTONE EXTERIOR WALL
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- Cf) NEW METAL AND GLASS CANOPY WITH INTEGRATED SIGNAGE
- (?) NEW MASONRY STAIRS AND ACCESSIBLE RAMP
- (9) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW WITH INTEGRATED SIGNAGE

Plan Commission- October 18, 2018

WEST ELEVATION - SUB-AREA 'A' LIGHT COURT ELEVATION

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MATERIAL NOTES

- (T) EXISTING LIMESTONE EXTERIOR WALL
- (2) EXISTING BRICK WALL
- {3J EXISTING WINDOW
- (4) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS REPLACEMENT WINDOWS PROFILESTO MATCH EXISTING
- !j>) NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW AND METAL WALL SYSTEM
- fe) *NEW METAL ROOF SYSTEM* '<
- (f) NEW METAL AND GLASS CANOPY WITH INTEGRATED SIGNAGE
- f8) NEW MASONRY STAIRS AND ACCESSIBLE RAMP
- (9': NEW, HIGH PERFORMANCE ALUMINUM AND GLASS WINDOW WITH INTEGRATED SIGNAGE

Applicant: RC Union Station Development Company, LLC Address: 310 S. Canal Street Introduced: September 20, 2018
Plan Commission: October 18, 2018

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SITE PLAN - SUB AREA 'C

mmn

Applicant: RC Union Station Development Company, LLC Address: 500 W Jackson Boulevard / 310 S Canal Street
Introduced: September 20, 2018 Plan Commission: October 18, 2018

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L1 CANAL STREET LEVEL PLAN - SUB AREA 'C

SITE AREA 90,473 SF
TOTAL ENCLOSED AREA (BUILDING) 25,654 SF (28%)
TOTAL OPEN AREA (HARDSCAPE+LANDSCAPE). 33,269+31,550= 64,819 SF (72%)

TOTAL BUILDING OVERHANG AREA (NORTH, WEST AND SOUTH) = 13,163 SF

Applicant: RC Union Station Development Company, LLC Address: 500 W Jackson Boulevard / 310 S Canal Street
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PROPERTY LINE
LINE OF
BUILDING ABOVE ■ VACATED RIGHT OF WAY

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LL1 CLINTON STREET LEVEL PLAN ■ SUB AREA 'C

TOTAL 366 PARKING SPACES
P1 127 PARKING (8 ACCESSIBLE PARKINGS)
P2 239 PARKING

Applicant: RC Union Station Development Company, LLC Address: 500 W Jackson Boulevard / 310 S Canal Street
Introduced: September 20, 2018 Plan Commission: October 18, 2018

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LOWER LEVEL 2 PLAN ■ SUB AREA «C uuri

October 18, 2018

WEST ELEVATION - SUB AREA «C

Applicant: RC Union Station Development Company, LLC
Address: 500 W Jackson Boulevard / 310 S Canal Street
Introduced: September 20, 2018 Plan Commission:
October 18, 2018

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NORTH ELEVATION - SUB AREA 'C

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Applicant: RC Union Station Development Company,

LLC Address: 500 W Jackson Boulevard / 310 S Canal
Street Introduced: September 20, 2018 Plan
Commission: October 18, 2018

SOUTH ELEVATION - SUB AREA «C

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Applicant: RC Union Station Development Company, LLC
Address: 500 W Jackson Boulevard / 310 S Canal Street
Introduced: September 20, 2018 Plan Commission: October
18, 2018

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COMPOSITE LANDSCAPE PLAN ■ SUB AREA £C

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Applicant: Chicago Union Station
Address: 500 W Jackson Boulevard / 210 S Canal Street
Introduced: September 20, 2018
Plan Commission: October 18, 2018

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PLANTING DETAILS - SUB AREA «C

THICKENED CONCRETE EDGE ON ALL
FOUR SIDES OF GRATE
CONCRETE SIDEWALK
#3 REBAR ATTACHED TO FRAME
CAST IRON TREE GRATE AND FRAME. 24"
OPENING PER CITY STANDARD. SEE PLAN
BLACK LAVA ROCK MULCH. FULL DEPTH
OF VOID BETWEEN TOP OF ROOTBALL
AND BOTTOM OF TREE GRATE

18 GAUGE 1/2" x 1/2" WIRE MESH, LEAVE 12" OPENINGS AROUND THE TRUNK TREE ROOTBALL PLANTING MIX BACKFILL

NEW TREE IN TREE GRATE DETAIL

SCALE- NOT TO SCALE

TREE GRATE FRAME ENLARGEMENT

SCALE NOT TO SCALE

TREE GRATE PLAN

SCALE. NOT TO SCALE

1' FILTER FABRIC
DRAINAGE LAYER (ENKADRAIN, VERCICELL OR SIMILAR) MOISTURE RETENTION MAT PROTECTION SHEET AND HOT-FLUID APPLIED MEMBRANE. SEE ARCH DWGS -STRUCTURAL
SLAB. SEE STRUC. DWGS

RAISED TREE PLANTING ON STRUCTURE

SCALE: NOT TO SCALE

Applicant: Chicago Union Station
Address: 500 W Jackson Boulevard / 210 S Canal Street
Introduced: September 20, 2018
Plan Commission: October 18, 2018

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STREET SECTIONS - SUB AREA 'C

VARIES FROM 15'-7" TO 18'-10"
10" PARKWAY

■ TYPICAL PARKWAY SECTION @ SOUTH CANAL STREET
SCALE NOT TO SCALE

*KI < 3/4 of
or 0
to*

VARIES, / 1'-8" MAX

TYPICAL PARKWAY SECTION @ SOUTH CLINTON STREET AND WEST VAN BUREN STREET
SCALE NOT TO SCALE

Applicant: Chicago Union Station
Address: 500 W Jackson Boulevard / 210 S Canal Street
Introduced: September 20, 2018
Plan Commission: October 18, 2018

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LIST OF EXHIBITS

- Exhibit 1 Union Station Subarea A & C Parking Access
- Exhibit 2 Union Station Subarea A&C Vehicular Circulation
- Exhibit 3 Union Station Subarea A&C Delivery / Loading Dock Access and Circulation
- Exhibit 4 Union Station Area Neighborhood Traffic Circulation Changes

- Exhibit 5 Union Station Area Bicycle Access and Circulation
- Exhibit 6 Union Station Area Curbside Standing / Loading Zones
- Exhibit 7 Union Station Area Taxi Accommodations
- Exhibit 8 Union Station Area Transportation Network Provider Accommodations
- Exhibit 9 Union Station Area CTA + Amtrak / Greyhound Bus Loading
- Exhibit 10 Union Station Area Commuter Shuttle Loading
- Exhibit 11 Union Station Area Active Transportation Management
- Exhibit 12 Union Station Redevelopment Phases
- Exhibit 13 Union Station Concept Roadway Plans

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INTRODUCTION

PURPOSE AND OBJECTIVES

The Union Station Transportation Management Plan (TMP) provides a comprehensive summary of current and proposed transportation planning strategies to manage multimodal access and circulation, parking, curbside loading, and delivery/service access for the Union Station area. The Union Station TMP is being created in conjunction with the Union Station Planned Development No. 376 which consists of two phases including the Subarea A Headhouse redevelopment (Sub-Area A of PD 376) which is located at the corner of Adams and Canal Streets and the Subarea C office development (Sub-Area C of PD 376) which is located at the corner of Clinton and Van Buren Street. The Union Station development includes an additional Future Phase apartment development which is located at the corner of Canal and Van Buren Street and will be filed under a separate PD at a later date. While a majority of the TMP's elements are focused at the Union Station Subarea A Headhouse and Subarea C office development including immediately adjacent streets, the TMP boundaries extend beyond the site to generally incorporate the subsequent Union Station Future Phase development and additional areas not associated with the Union Station development as bounded by the streets listed below:

- Madison Street (north)
- Chicago River (east)
- Van Buren Street (south)
- Jefferson Street (west)

Union Station is Chicago's largest train station and a regional intermodal hub serving hundreds of thousands of daily commuters and other travelers as they arrive, depart, and pass through the station and surrounding area via train, bus, car, bicycle, and on foot each day. Union Station currently houses service for Amtrak regional and long distance trains, Metra commuter rail trains and the CTA bus transit center operations. Additionally, Union Station and the surrounding West Loop neighborhood has a large and growing residential, office, retail and restaurant population that heavily utilize the existing transportation network surrounding Union Station.

This TMP is being prepared at the request of CDOT and Alderman Reilly's office in conjunction with the planned development of the Union Station Subarea A Headhouse and Subarea C office building (PD 376). Through the planning effort, in coordination with CDOT, CTA, Chicago Department of Planning, OEMC and Alderman Reilly's office, transportation considerations on-site at Union Station and in the surrounding area have been explored, reviewed, and adjusted to integrate the proposed Union Station development while also seeking to address the current existing transportation challenges and future development impacts in the area (please refer to the traffic study completed as part of PD 376). This TMP documents these plan elements derived from the group planning and outlines their roles in managing the existing transportation conditions and future development impacts at and around Union Station.

The TMP is intended to be a dynamic document that will be updated over time to reflect changing conditions at Union Station and in the surrounding West Loop area. As new construction or redevelopment proceed on blocks adjacent to Union Station, changes to nearby streets and other infrastructure improvements are constructed in the area, and operational conditions evolve over time in the surrounding blocks, the TMP should be updated in conjunction with affected parties, as appropriate. This TMP will be updated by the developer for the Future Phase Union Station development at the time of PD application for that Phase.

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EXISTING TRAFFIC MANAGEMENT & AREA PLANNING

In 2012 the Chicago Department of Transportation (CDOT) in conjunction with Amtrak, Metra, RTA, CMAP, IDOT, MPC, FRA and DHED produced the Union Station Master Plan which was a comprehensive study of Union Station and the surrounding area with the goal of identifying potential improvements to increase capacity at Union Station and improve the surrounding function of the public infrastructure. As part of this study, it is estimated that transit ridership is projected to nearly double at Union Station by the year 2060 and several infrastructure improvements were identified to be able to accommodate this increased traffic load on the surrounding street level infrastructure. Traffic management improvements identified in the plan and additional traffic management improvements in the surrounding Union Station area have been implemented by CDOT and other stakeholders since the 2012 master plan are as follows:

Project / Measure	Description	Reason	Status / (Responsible Party)
Remove on Canal	Remove the southbound contraflow lane and only lanes for CTA. Taxi and passenger loading	Improved curbside management • Reduced impact to traffic flow on Canal Street	Completed / CDOT
Union Station Bus	Construct an off-street bus loading and the property immediately south of Union Station and be connected to the station and bus on	Provide intermodal connectivity for CTA, Metra and Amtrak • Remove CTA on street layover and loading functions • Free up curb space	Completed / CDOT & CTA
Add Diwy Stations at Union	Add multiple Diwy stations at Union Station to promote alternative modes of transportation	Reduce traffic impact by providing another mode of non-vehicular transportation	Completed / CDOT
Two Way bike lane on Canal	Create a two way north/south bike lane on Clinton Street and remove bike lane from Canal Street	Reduced impact to traffic flow on Canal Street	Completed / CDOT
Canal Street Viaduct Replacement	Replace Canal Street and associated viaduct due to age of structure. Potential to physically modify lane configuration and sidewalks	Potential to provide additional curb loading area with new pedestrian island configuration	Planning for 2019 Construction / CDOT

In addition to these completed and planned improvements, the City of Chicago sponsored pilot program run by OEMC during the summer of 2017 utilizing Traffic Control Aides (TCA) to regulate the existing traffic issues and enforce the curbside designations on Canal Street from Jackson Boulevard to Adams Street. Two TCAs were utilized to direct traffic and enforce curbside use on Canal Street focusing heavily on the Jackson and Canal intersection. This pilot program appeared to be successful in mitigating existing traffic issues around Union Station.

UNION STATION TRANSPORTATION PLANNING PRINCIPLES

Recognizing the critical role Union Station plays an intermodal transportation hub for the city while also balancing site specific needs for the growing West Loop area, the Union Station traffic management plan has established the following planning principles -to guide -transportation - management programs,- policies, and planning-efforts. Referencing -these principles is intended to lead to an informed planning and decision-making process in a way that considers multimodal transportation implications on Union Station, the redevelopment plan, and the surrounding area.

- Provide a safe environment for all residents, guests, employees, Amtrak passengers, and commuters traveling through Union Station and on the surrounding streets, including pedestrians, bicyclists, transit riders, and vehicle drivers/passengers
- Incorporate design elements that maintain or enhance pedestrian-scale characteristics of the surrounding area
- Promote orderly and efficient flow of traffic along adjacent streets
- Effectively, manage curbside activities in a way that does not spillover into adjacent travel lanes or diminish safety of those loading into/unloading from transit, private vehicles, taxis, and TNPs
- Limit impacts on traffic congestion, as reasonably feasible, on the surrounding street while acknowledging Union Station's role as significant intermodal transportation hub serving downtown Chicago and surrounding neighborhoods, particularly during peak travel periods
- Seek opportunities to maximize use of existing site infrastructure to serve area redevelopment needs and limit traffic impacts on adjacent streets
- Support awareness and enforcement of key plan elements and strategies
- Coordinate closely with City staff and elected officials to address transportation-related challenges

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TRANSPORTATION MANAGEMENT ELEMENTS / STRATEGIES

Union Station is well-served by several modes of transportation, including private vehicles parking on and off-site, public transportation, taxis and ride share services, charter buses, pedestrians on foot, cyclists riding their own bicycle or Divvy bike share; The variety of transportation options for both visitors and employees is critical in serving a major intermodal destination such as Union Station.

This section of the Transportation Management Plan highlights how each mode of transportation accesses, circulates, and serves those arriving to and departing from the Union Station.

VEHICULAR TRAFFIC AND PARKING ACCESS

Employees and guests of the Union Station Headhouse can park on-site in the existing restricted access Headhouse below grade parking. Commuters and visitors to Union Station can either park in the limited street paid parking spots, the office building public parking garage or off-site area public parking garages. Standing zones will be established in the area for the loading of Union Station commuters, visitors and employees. Existing lower level loading docks and access driveways for the Headhouse will be utilized for delivery and service vehicles. The Union Station office building loading dock will be accessed off Clinton Street adjacent to the parking garage entrance. Several key strategies for vehicular traffic and parking access will be implemented for Union Station.

Using the existing Headhouse driveways to access the existing below grade parking. Restricted access parking for the hotel guests and employees of the Union Station Headhouse will use the existing below-grade parking within the Headhouse. Access to this parking will be provided via the existing Headhouse driveways on the east side of Clinton Street. The southern driveway will serve ingress and the northern driveway will serve egress, which is not changing from the current operation. Similar to how Union Station employee vehicles access the Headhouse today for parking, the future parking access will be pre-registered and vetted by Union Station security in order to gain access. Exhibit 1 illustrates the Subarea A Union Station Headhouse parking access plan. This Union Station Headhouse parking access plan will be implemented by the Developer of the Union Station Headhouse.

Establish curbside standing zones for Headhouse user drop-off and pick-up. In order to accommodate curbside dropoff and pick-up activity for hotel guests (north and south sides of the Headhouse), separate curbside standing zones will be designated on the south side of Adams Street and north side of Jackson Boulevard, respectively. The hotel standing zone will serve hotel guests arriving or departing by taxi or TNP. Guests driving their own vehicle will arrive and allow a valet attendant to park on-site. Guests will pick up their vehicle from the valet within the Headhouse at the lower level rather than at the Adams Street or Jackson Boulevard curbside loading zone. Hotel staff will manage this curbside hotel guest loading zone during normal hotel operation hours which includes peak vehicle traffic hours. Displaced on-street metered parking (4 spaces) along the south side of Adams Street to

accommodate the hotel guest loading can be swapped with currently unmetered parking along Clinton Street (just south of the Union Station Transit Center), Quincy Street (just west of Clinton Street), and Jefferson Street (between Quincy Street and Adams Street). Exhibit 2 illustrates the Subarea A Headhouse hotel vehicular access and circulation plan. This Union Station Headhouse hotel vehicular access and circulation plan will be implemented by the Developer of the Union Station Headhouse.

Use of existing Headhouse below-grade loading docks for service, loading and delivery. Loading, delivery, and service vehicle access for the Headhouse uses will utilize the existing below-grade loading docks within the Headhouse. Similar to how delivery/service vehicles that access the Headhouse today, vendors will be pre-registered and vetted by

Union Station security in order to gain access. Vehicles will enter at the southern access driveway on Clinton Street, where upon pulling in off the street, an internal security checkpoint will verify access. After completing their business, vehicles will exit to Clinton Street via the northern access driveway. Exhibit 3 illustrates the Subarea A Headhouse loading/delivery access and circulation plan. The Union Station Headhouse loading/delivery access and circulation plan will be implemented by the Developer of the Union Station Headhouse.

To limit impacts of large delivery and service trucks on traffic conditions in the surrounding area, deliveries will be pre-scheduled and coordinated with vendors to avoid multiple delivery arrivals during peak periods. Any delivery vehicle stacking will be internal to the building and not on the street. A dock security manager will be posted at the headhouse entrance on Clinton Street, as currently in place, to coordinate vehicle deliveries and security of those deliveries within the building drives and loading dock.

Restrict southbound right turns from Clinton Street to Quincy Street in order to eliminate use of Quincy Street as a cut-through route to Jefferson Street and as a staging area for some commuter shuttle buses after dropping off passengers on Clinton Street, the southbound right-turn movement from Clinton Street to Quincy Street will be prohibited. A curb extension extending south from the intersection's northwest corner (to be integrated with an enhanced mid-block crossing on Clinton Street) will physically restrict the turn while maintaining the ability for eastbound traffic on Quincy Street to turn south onto Clinton Street. Eastbound traffic and deliveries on Quincy will be unaffected and will operate the same as currently exists today. Exhibit 4 illustrates this change in neighborhood traffic circulation. The enhanced mid-block crossing on Clinton Street and Quincy curb extension will be implemented by the Developer of the Union Station Headhouse in coordination with CDOT.

Using the existing Clinton Street parking garage curb cut for access to the office building parking. Parking for the office employees of the Union Station office building and public parking for Union Station railroad users will use the new parking located below the office building. Access to this parking will be provided via the driveway located on the east side of Clinton Street. The parking driveway will accommodate both ingress and egress onto Clinton Street, there will be no vehicular parking entrance on Van Buren or Canal Street from the office building parking garage. Exhibit 1 illustrates the Subarea C Union Station office building parking access plan. This Union Station office building parking access plan will be implemented by the Developer.

Establish curbside standing zones for the office building user drop-off and pick-up. In order to accommodate curbside drop-off and pick-up activity for office users and guests (east side of the office building), a curbside standing zone will be designated on the west side of Canal Street. The office building standing zone will serve office users and guests arriving or departing by taxi or TNP. This standing zone takes the place of the removed southbound contra flow lane on Canal Street that served the existing demolished parking garage. Exhibit 2 illustrates the Subarea C Union Station

office building vehicular access plan. This Union Station office building vehicular access and circulation plan will be implemented by the Developer.

Use of existing Clinton Street existing curb cut for access to loading docks for service, loading and delivery.

Loading, delivery, and service vehicle access for the office building will utilize the loading dock below the office building. Vehicles will enter and exit to Clinton Street via this access driveway. Exhibit 3 illustrates the Subarea C Union Station office building loading/delivery access plan. The Union Station office building loading/delivery access plan will be implemented by the Developer.

To limit impacts of large delivery and service trucks on traffic conditions in the surrounding area, deliveries will be pre-scheduled and coordinated with vendors to avoid multiple deliver/ arrivals during peak periods. Any delivery vehicle stacking will be internal to the building and not on the street. A dock security manager will be posted at the office building

UNION STATION j Transportation Management Plan October 2018

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entrance on Clinton Street, to coordinate vehicle deliveries and security of those deliveries within the building and loading dock.

PEDESTRIAN AND BICYCLE

Due to the nature of Union Station being the busiest multi-modal transportation hub in Chicago, the area has some of the highest pedestrian volumes on streets in the city. Pedestrian traffic is year-round and is heaviest during rush hour. The majority of pedestrian traffic in the area is due to the Metra commuter rail passengers exiting the train station on foot and heading to their final destination. Currently, more than half of the pedestrian traffic during rush hour is using the 222 S. Riverside station entrances at Adams and Jackson along the river and walking East towards the loop. The remaining pedestrian traffic is split equally between the West Canal Street entrance at 222 S. Riverside and the West Clinton Street entrance of the Headhouse. The North, South, and East of the Headhouse will continue to have a much smaller amount of pedestrian traffic.

As bicycles have been gaining mode share across the city, so has the number of commuters and visitors using bicycles to access Union Station and the surrounding area. The main two-way north/south bicycle lane is currently located on the east side of Clinton Street. Several Divvy stations are located at Union Station. Exhibit 5 illustrates the plan for Divvy stations and bike lanes adjacent to Union Station. The Divvy station locations will be implemented by CDOT in coordination with the Developer.

TRAFFIC DEMAND MANAGEMENT

With the Union Station Development site's location above or across the street from an intermodal transit hub, its proximity to multiple transit options as a transit oriented development is a significant traffic demand management measure in itself. TDM measures for tenants/operators of the proposed hotel, office and residential components will largely be activated by the individual tenants and operators. Some of these tenant/operator strategies may include providing pre-tax transit payroll deductions, subsidized Divvy memberships, flexible work schedules, promoting carpools and providing bike storage within the building. The Union Station Developer will coordinate with tenants/operators to help them facilitate their desired TDM strategies for their workforce.

CURBSIDE MANAGEMENT

Due to the nature of Union Station being the busiest multi-modal transportation hub in Chicago, the area has very high demand for curbside space from the various users of Union Station. These users utilize various modes of transportation including personal vehicles, taxis, TNP's, Amtrak busses, CTA busses, charter shuttles and others which all demand the limited curbside space. The highest demand for this curbside space occurs on Canal Street between Jackson and Adams Streets and is where the majority of the above modes of transportation operate. Several designated standing zones, taxi stands, TNP loading areas, CTA/Amtrak bus stops and commuter shuttle stop locations are to be established or reconfigured around Union Station to provide the best use of this curbside area.

Standing zones will be established, recategorized or better defined on the North, South, East and West of the Headhouse. The existing 15-minute standing zone on the East side of the Headhouse, North half of Canal is to remain and will be updated from the current 15 Minute standing zone to a drop-off zone only for Union Station vehicular drop-off. This will allow for greater ability to keep the vehicular traffic moving on Canal Street. Exhibit 6 illustrates the Standing and Loading Zones in the Union Station area. The standing and loading zones will be managed by the active traffic management as discussed later in this document. The standing and loading zones surrounding the Union Station Headhouse will be implemented by CDOT in coordination with the Developer.

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Better define the Union Station taxi stands. Union Station is served by two taxi stands; one on the west side of Canal Street (7 vehicles) and one on the north side of Jackson Boulevard, just west of the Chicago river (5 vehicles). In addition, taxis regularly stage along the north side of Jackson Boulevard extending west from Canal Street. The extended taxi staging zone will be defined between Canal Street and the east end of the hotel Standing Zone 2. In addition to these locations, taxis are expected to pick up and drop off fares at the curbside Standing Zones although they are not permitted to stand and wait for new fares. The taxi stand zones and associated drop off zones will be managed by the active traffic management as discussed later in this document. Exhibit 7 illustrates the plan for taxi accommodations. The taxi loading zones surrounding the Union Station Headhouse will be implemented by CDOT in coordination with the Developer.

Establish a defined TNP loading zone along Adams Street. The north lane along Adams Street between Canal Street and Clinton Street is currently underutilized. The lane is marked as a Bus-Only lane, however CTA buses that are in service no longer use that lane. Thus, the lane and its underutilization provide an opportunity to create an additional traffic lane with no parking tow zone signage. Metered parking currently designated along the south side of Adams Street will need to be relocated elsewhere in the nearby area. CDOT and the Alderman's office will work with the Developer to relocate these metered parking spaces to a location that is acceptable to the parking meter operator in the nearby area. Moving the metered parking spaces from the south side of Adams Street will allow for the designation of a loading zone for TNP pickups at Union Station. Through new identification and wayfinding signage as well as coordination with TNPs such as Uber, Lyft, and Via to incorporate geofencing through their mobile apps and restrict loading elsewhere in the immediate vicinity, shifting TNP loading from Canal Street to the new designated on Adams Street will help to reduce congestion, double parking, and loading within travel lanes along Canal Street while still

providing a proximate location to Union Station. The TNP loading zone will be managed by the active traffic management as discussed later in this document. Exhibit 8 illustrates the plan for designated TNP accommodations. The TNP loading zones surrounding the Union Station Headhouse will be implemented by CDOT in coordination with the Developer.

Relocate and expand the commuter shuttle stops on Clinton and Canal Streets. As another strategy to improve operations and reduce congestion along Canal Street between Jackson Boulevard and Adams Street, the commuter shuttle loading area on the east side of Canal Street immediately north of Jackson Boulevard will shift one block south to just north of Van Buren Street. This new commuter shuttle stop will be shared with the existing northbound far-side CTA bus stop on at the Canal Street/An Buren Street intersection. In order to be effective, communication and coordination with each commuter shuttle operator and their tenant/client is critical. Commuter shuttle licensing and regulation, to be further explored with city officials, is strongly recommended to maximize compliance and provide a reasonable means of enforcing use of designated stops. The relocated commuter shuttle loading zones will be managed by the active traffic management as discussed later in this document. Exhibit 9 illustrates the existing CTA and Amtrak Charter bus stops along with designated Bus Stands. Exhibit 10 illustrates the commuter shuttle loading plan. The commuter shuttle loading zones surrounding the Union Station Headhouse will be implemented by CDOT in coordination with the Developer.

ACTIVE TRANSPORTATION MANAGEMENT

Active transportation management on Canal Street. Based upon the success of the City pilot program as referenced above and the observations of curbside and lane utilization as documented in the Traffic Study performed for the Union Station Headhouse redevelopment (PD 376), active management personnel will be beneficial to help enforce regulations intended to improve transportation safety and mobility for all modes of transportation along Canal Street.

Due to the traffic issues on Canal Street between Jackson and Adams Street, three active traffic management traffic control aide (TCA) posts have been identified: one TCA at the corner of Jackson and Canal Street, one TCA roving along Clinton

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Street between Jackson and Adams Street and along Jackson Boulevard between Clinton Street and the river, and one TCA roving along Adams Street between Canal and Clinton Street and along Canal Street between Jackson and Adams Street. The TCA's have been identified to assist during rush hour periods of traffic (7-10AM and 3:30-6:30PM) Monday through Friday.

Active traffic management TCA responsibilities will include:

- Direct northbound traffic into appropriate lanes and enforce bus-only access on the east side of Canal Street
 - Prevent taxi staging around the corner and from blocking crosswalks
 - Keep the intersection clear by preventing extended queues/blockages

Additionally, two Parking Enforcement Aides (PEA) will be dedicated to the streets immediately adjacent to Union Station to enforce curbside designations and uses. The PEA's have been identified to assist during rush hour periods of

traffic (7-10AM and 3:30-6:30PM) Monday through Friday.

Active traffic management PEA responsibilities will include:

- Enforce curbside designations
- Direct TNP activity to north curb of Adams Street west of Canal Street

As part of the active management, several City of Chicago agencies will be involved with the management and implementation of the active management noted as part of this TMP. The City of Chicago OEMC will be involved overseeing the TCA and PEA workforce, CDOT will be working with other area stakeholders to implement this plan. Exhibit 11 illustrates the planned posts and roles for TCAs at Union Station.

Active transportation management cost sharing agreement between the City of Chicago and the Union Station Developer. A cost sharing agreement has been reached between the City of Chicago and the Developer as it relates to the Developer's obligation to pay for certain active traffic management measures to be utilized in connection with the development of the Chicago Union Station and as outlined within this Union Station TMP. Accordingly, the Developer and the City agree to share the cost of these Aides under the following terms:

There will be a ten (10) year agreement between the Developer and the City to share the costs of TCAs and PEAs, as outlined below. Such obligations will commence on the completion of Subarea A - Headhouse Construction or Subarea C - Office Construction (whichever comes first), and terminate on the ten (10) year anniversary thereafter.

The Developer and the City will each be responsible for paying their portion of the actual costs of Aides, as adjusted over time, based on each party's specified share of the required positions. Any costs shown below are based on current wages, are provided for illustrative purposes only, and do not reflect the actual costs of TCAs and PEAs during the 10-year period of the agreement.

The Developer agrees to pay its portion of the anticipated actual costs of TCAs and PEAs, as determined by the City, prior to the beginning of each payroll year. At the end of each payroll year, the Developer will receive or pay adjustments to these actual costs as determined by the City.

Upon completion of one of either Subarea A - Headhouse Construction or the Subarea C - Office Construction, the Developer will pay for the full cost of 1.5 TCAs (approximately a \$90,500 current value cost, to be adjusted) and the City will pay for 1.5 TCAs and two (2) PEAs (approximately a current value cost of \$205,000, to be adjusted).

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Upon completion of both the Subarea A - Headhouse Construction and Subarea C - Office Building Site, the Developer will pay the full cost of three TCAs (approximately a \$181,000 current value cost, to be adjusted) and the City would continue to cover the cost of the PEAs (approximately a current value cost of \$114,000, to be adjusted).

Upon completion of all Phases, including the Future Phase - Apartment site, the Developer would cover the

full cost of all Traffic Control Aides and

Parking-Enforcement Aides.

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After the expiration of the ten (10) year agreement term, and completion of the Developer's full obligations under this agreement, including all required payments to the City, the obligation of the Developer to pay for traffic control aides, as outlined in this agreement, will end and there will no longer be an obligation of the Developer to pay for this service.

During each January after the initial one-year period, CDOT, with the Developer, will make an annual review to determine if traffic management in and surrounding the Planned Development can be maintained with a reduced staffing level. This analysis could result in a lower cost for both parties, but under no circumstance will the Developer's obligation, regarding its agreed share of the number of aides required, be increased as a result of this annual review.

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UNION STATION PLANNED PROJECTS

UNION STATION DEVELOPMENT OVERVIEW

The Union Station development is comprised of three phases which include a mix of hotel, residential, office, and supporting retail uses on three separate blocks. Key current aspects of the phased Union Station development plan are outlined below:

SUBAREA A (PD 376 SUB-AREA A) - HEADHOUSE REDEVELOPMENT

- Anticipated Completion 2020
- 400-room hotel
- 33,000 square feet of retail/restaurant space at the base of the Headhouse
- Use existing below-grade parking and existing loading docks to serve hotel, Amtrak and retail uses

SUBAREA C (PD 376 SUB-AREA C) - OFFICE BUILDING DEVELOPMENT

- Anticipated Completion 2022
- 1.5 million square feet of office
- 10,000 square feet of ground-floor retail/restaurant space
- Replace the existing 1,700-space parking garage with a new reduced 400-space parking structure

FUTURE PHASE (EXISTING PD 27) - RESIDENTIAL DEVELOPMENT

- Anticipated Completion 2024 '-
- 400 residential units
- 10,000 square feet of ground-floor retail/restaurant space

Exhibit 12 illustrates the Union Station development parcels by phase. A traffic study has been completed for PD 376 which includes the Subarea A Headhouse redevelopment and Subarea C office building development and accounts for the future traffic from the Future Phase of the Union Station Development. The traffic study has been submitted to CDOT and the Alderman's office as part of the PD 376 amendment and provides the physical data for the improvements and management practices as noted within this traffic management plan.

Union Station Development construction related traffic impacts. During the permitting process for each of the Union Station Development construction phases, the Union Station Developer and/or its contractors will submit plans detailing expected traffic disruptions and how traffic will be maintained during these disruptions. The plan will be prepared in coordination with Alderman Reilly's office, CDOT, Amtrak and other stakeholders. The plan will be reviewed and anticipated traffic impacts/related considerations will be outlined with measures identified to address expected impacts. OEMC and other affected organizations will work with the developer to determine any costs associated with active traffic management that may be needed to maintain traffic due to construction, and these costs will be borne by the Union Station Developer.

COMMUNICATION + COORDINATION

This section summarizes methods for communication and coordination among stakeholders and the surrounding community.

CITY AGENCY COORDINATION

As a continuation on the redevelopment planning process, representatives of the Union Station redevelopment team will maintain close working relationships and open dialogue with Alderman Reilly's office and a range of City of Chicago departments and agencies. This coordination will be necessary to effectively manage and address transportation-related challenges at Union Station and in the surrounding area. The Union Station redevelopment team values these relationships and will continue this ongoing cooperation and communication as phases of the redevelopment plan unfold and prevailing transportation conditions in the area evolve over time.

COMMUTER AND VISITOR INFORMATION

Tens of thousands of commuters and other travelers pass through Union Station and along the adjacent streets each day and will be influenced in some manner by elements the Union Station improvements intended to address both existing and anticipated issues. Communication of these transportation improvements, new and adjusted access and circulation plans, and new curbside management strategies will require a range of communication methods to reach various population groups and convey news and updates that impact their individual mobility options. Communication tools include:

- Press Releases
- Public Notices / Advertising Posters / Flyer Handouts
- Social Media
- Mobile Apps (Amtrak, Metra, Ventra, Uber, Lyft, Via)
- Websites (Amtrak, Metra, CTA, Hotel, Residences, Employers with shuttle service)
- E-mail Notification

The Developer will work with CDOT, Amtrak and the various Union Station transit stakeholders to develop a public wayfinding signage plan for the planned development.

COMMUNITY ORGANIZATIONS AND NEIGHBORING PROPERTIES

Similar to any major project in a dense urban neighborhood, the redevelopment team recognizes that although Union Station is a multimodal transportation hub for people traveling to and from downtown Chicago, it is situated among a mix of commercial office, residential, and retail/restaurant neighbors. As such, the redevelopment team will be accessible and maintain relationships with representatives of community organizations and neighboring buildings to communicate project updates, plans, and address issues that may arise over the course of the multi-phase redevelopment plan.

STAKEHOLDER COORDINATION

It is recommended that a transportation stakeholder working group be formed by the developer of the planned Union Station Development. This group should be comprised of the public and private partners listed on Page 12. Meetings should be held once a year, with extra occurrences when necessary, and should include discussion of traffic management strategies within the TMP boundaries, gauge their effectiveness, and incorporate new strategies or objectives, if needed.

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CONTACT INFORMATION

The following is key stakeholder contact information related to the TMP.

CITY OF CHICAGO

42nd Ward

Alderman Brendan Reilly

brendan.reilly@cityofchicago.org <mailto:brendan.reilly@cityofchicago.org>

Chicago Department of Transportation

Director - Transportation Planning and Programming

Jeffrey Sriver

jeffrey.sriver@cityofchicago.org <mailto:jeffrey.sriver@cityofchicago.org>

Office of Emergency Management and Communications

Traffic Control Aide Coordinator Name

name@cityofchicago.org <mailto:name@cityofchicago.org>

Chicago Department of Planning and Development

Assistant Commissioner, Special Projects & Legislative Affairs Robert

McKenna

robert.mckenna@cityofchicago.org <mailto:robert.mckenna@cityofchicago.org>

Department of Finance

Parking Enforcement Aide Coordinator Name

name@cityofchicago.org <mailto:name@cityofchicago.org>

Chicago Transit Authority

General Manager - Service Planning Elsa

Gutierrez

egutierrez@transitchicago.com

<mailto:egutierrez@transitchicago.com>

RC Union Station Development Company

Project Manager Tyler Lamkey

tlamkey@riversideid.com

<mailto:tlamkey@riversideid.com>

Amtrak

Senior Program Manager - Major Stations Development

Suzanne Mosher
suzanne.mosher@amtrak.com <mailto:suzanne.mosher@amtrak.com>

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MEMORANDUM OF UNDERSTANDING

BETWEEN THE CITY OF CHICAGO AND NATIONAL RAILROAD PASSENGER CORPORATION

"REGARDING CHICAGO UNION STATION

THIS MEMORANDUM OF UNDERSTANDING ("MOU") is made and entered into this itr**\ day of October, 2018, by and between the CITY OF CHICAGO, a municipal corporation (the "City"), and NATIONAL RAILROAD PASSENGER CORPORATION, a corporation of the District of Columbia ("Amtrak") (the City and Amtrak collectively referred to hereinafter as the "Parties").

For and in consideration of the covenants and agreements contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. General.

A. Background.

i) Chicago Union Station (the "Station") is an iconic landmark and destination in Chicago. Amtrak has made previous upgrades to the historic station Headhouse, including environmental abatement, sprinkler systems, and the installation of air conditioning. Amtrak and the City share the goals of transforming the existing Station, including the historic Headhouse structure, by promoting interaction with its users and the surrounding City, integrating successfully with the surrounding West Loop neighborhood, and continuing to function as a key driver of the Chicago economy, serving over 33 million travelers and commuters per year. Amtrak and the City share the view that the Station has potential to become a vibrant destination rather than just a pass-through facility - a commercial center and civic asset that welcomes and serves travelers, neighborhood residents, and downtown workers alike, while further enhancing the economic vitality of the West Loop, the City and the Midwest region.

ii) Based in part on the shared goal of Amtrak and the City to transform the existing Station as described in the preceding paragraph, the City and Amtrak entered into the Right of First Offer Agreement on May 1, 2015, (the "ROFO Agreement"). In general, pursuant to the ROFO Agreement, (a) the City agreed to grant to Amtrak a right of first offer with respect to the Air Rights (as defined in the ROFO Agreement), (b) Amtrak agreed that upon the closing on its purchase of the Air Rights, the Sale Price (as defined in the ROFO Agreement) shall be paid into an escrow and subject to the Escrow Agreement (as defined in the ROFO Agreement) and (c) the monies held in said escrow may be disbursed to reimburse Amtrak for costs and expenses mutually approved by the parties and actually incurred by Amtrak for the development, redevelopment or further

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improvement of the Amtrak Properties (as defined in the ROFO Agreement)(the "Reimbursement Funds").

iii) As contemplated in Statement Number 16 and the Bulk Regulations and Data Table of that certain Business Planned Development Ordinance Number 376 (the "Planned Development") anticipated to be recommended by the Chicago Plan Commission on October 18, 2018 and adopted by the City Council of the City (the "City Council") on October 31, 2018, an FAR Building Area of 425,202 square feet will be transferred from Sub-Area A to Sub-Area C of the Planned Development.

iv) As further contemplated in Statement Number 16 of the Planned Development, upon adoption of the Planned Development and publication thereof in the Journal of the Proceedings of the City Council, the City shall, upon Amtrak's written request, approve a minor change to the Planned Development pursuant to Section 17-13-0611-A(2) of the City's Zoning Ordinance (provided that such minor change will not result in an increase in the maximum permitted floor area ratio for the total net site area), such that an FAR Building Area of 417,344 square feet will be transferred from Sub-Area B to Sub-Area A upon Amtrak's exercise of its rights under the ROFO Agreement, and the subsequent transfer of the Air Rights (as defined in the ROFO Agreement) comprising said 417,344 square feet of FAR Building

Area, from the City to Amtrak; provided, however, that Amtrak acknowledges that subsequent additional development of Sub-Area A that increases the height of the Station more than 10% of the maximum height for Sub-Area as stated in the Planned Development will require a major change to the Planned Development pursuant to Sections 17-13-0611-B and 17-13-1003-L of the City's Zoning Ordinance. Pursuant to Statement 16 of the Planned Development, concurrent with the aforementioned transfers, the minor change shall also authorize the transfer of 7,868 square feet of FAR Building Area from Sub-Area C to Sub-Area A.

v) As further contemplated in Statement Number 16 of the Planned Development, after (a) the aforementioned adoption and publication of the Planned Development, (b) RC Union Station Development Company LLC ("RC Union," the Applicant under the Planned Development) closes on the purchase of the Sub-Area C property, and (c) Amtrak closes on its purchase of the Air Rights from the City, Amtrak shall undertake certain improvements (the "Improvements") at the Station (which is v located within Sub-Area A of the Planned Development) in connection with the Planned Development. Amtrak and the City agree that the Reimbursement Funds shall be expended to pay for the Improvements; provided, however, that (x) Amtrak shall not be obligated to expend any sums in excess of the greater of \$11,500,000 or the Reimbursement Funds, (y) Amtrak shall not be obligated to expend any of its own funds to pay for the Improvements so long as a balance remains in the escrow referenced in the ROFO Agreement and (z) to the extent that the Reimbursement Funds are less than \$11,500,000, Amtrak shall be obligated to expend its own funds to pay for the Improvements only after all Reimbursement Funds have been disbursed to pay for said improvements.

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B. Definitions. The capitalized terms used but not otherwise defined herein have the meanings so ascribed to those terms in the (a) Planned Development and (b) ROFO Agreement, both of which are hereby incorporated by reference and made a part of this MOU.

2. The Improvements.

During 2019-2021, Amtrak shall plan, design, and use best efforts to complete the Improvements at the Station, which shall include, but are not limited to, the following (substantially as depicted on Exhibit A hereto):

A. Renovation of the former Fred Harvey space within the Station's Headhouse to a leasable condition including a new station entrance from Clinton Street, restoration of windows on the west facade that are currently covered with blocks and such potential improvements as new structural mezzanine spaces, related vertical circulation, related interior finishes and related HVAC.

B. Renovation of the former Metro Deli and adjacent Amtrak Police Department spaces within the Station's Headhouse to a leasable condition including such potential improvements as related interior finishes and related HVAC.

C. To the extent deemed feasible by Amtrak, renovation of (i) commercial storefront spaces along Canal Street and (ii) other minor spaces, in both cases within the Station's Headhouse, to a leasable condition including such

potential improvements as related interior finishes and related HVAC.

D. Amtrak affirms its intent, contingent on reaching satisfactory terms with the major Station Concourse tenants, to work cooperatively with major Concourse tenants to plan, design, and implement further improvements to the Concourse, platform, and track areas of the Station as contemplated in the Chicago Union Station Master Plan and as may be further refined in Phase 1A preliminary engineering.

E. Amtrak affirms its intent to the future full build-out of other currently unoccupied spaces within the Head House portion of the Station contingent on reaching satisfactory terms with prospective developers and/or tenants of these spaces.

F. - While Amtrak and the City desire to complete the Improvements during 2019-2021, Amtrak and the City acknowledge that Amtrak's ability to complete said improvements during this period are contingent in part on RC Union closing on its purchase of the Sub-Area C property as stated in Section 1(A)(v) of this MOU because Amtrak needs the proceeds from the closing to purchase the Air Rights from the City and the proceeds used to purchase the Air Rights are the proceeds that will constitute the Reimbursement Funds used to pay for the Improvements. Amtrak and the City further acknowledge that Amtrak needs to use the Reimbursement Funds to complete and pay for

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the Improvements. Amtrak and the City further acknowledge that pursuant to the development agreement to be entered into by and between Amtrak and RC Union, RC Union is required to close on its purchase of the Sub-Area C property by October 1, 2022, or October 1, 2023, in the event RC Union extends the closing date. Based on the foregoing, the Reimbursement Funds might not be available to pay for the Improvements until after the 2019-2021 time period within which the City and Amtrak desire to complete the Improvements. In the event RC Union does not close on its purchase of the Sub-Area C property by June 1, 2021, Amtrak and the City agree to amend this MOU with respect to the time period within which Amtrak shall use best efforts to complete the Improvements.

3. So long as Amtrak has commenced the Improvements pursuant to this MOU and, thereafter, so long as Amtrak is acting in good faith pursuant to this MOU and exercising all due diligence to complete the Improvements or in the event of force majeure, the City and Amtrak agree that the time period within which Amtrak may obtain the Reimbursement Funds from the escrow pursuant to the ROFO Agreement shall be tolled so as to assure that Amtrak does not lose the right to obtain the Reimbursement Funds to pay for the Improvements. Amtrak and the City affirm its intent to preserve and use the Reimbursement Funds for the Improvements.

4. Assignment. Neither City nor Amtrak may assign or transfer in any manner its rights under this MOU without the prior consent of the other. Any attempted assignment or transfer by one party without the prior consent of the other party is null and void.

5. Notices. Except as otherwise provided in this MOU, all notices, demands, requests, consents, approvals and other communications (collectively, "Notices") required or permitted to be given hereunder, or which are to be given with respect to this MOU, shall be in writing and shall be personally delivered, or sent by registered or certified mail, postage prepaid, return receipt requested, or by overnight express courier, postage prepaid, addressed to the party

to be so notified as follows:

City: City of Chicago
Department of Transportation 30 N. LaSalle Street, Suite 1100
Chicago, Illinois 60602 Attn: Commissioner

and

City of Chicago
Department of Planning and Development 121 N. LaSalle Street, Room
1000 Chicago, Illinois 60602 Attn: Commissioner ^

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with a copy to: City of Chicago
Department of Law
121 N. LaSalle Street, Room 600
Chicago, Illinois 60602
Attn: Deputy Corporation Counsel
- . • '-v:~--" Real Estate and Land Use Division

Amtrak: National Railroad Passenger Corporation
2955 Market Street Philadelphia, Pennsylvania 19104 Box
25
Attn: Executive Vice President NEC Business Development, or successor

with a copy to: National Railroad Passenger Corporation
60 Massachusetts Avenue, N.E. Washington, D.C. 20002
Attn: General Counsel

with a copy to: National Railroad Passenger Corporation
2955 Market Street Philadelphia, Pennsylvania 19104 Attn:
Chief Engineer

Notice mailed by registered or certified mail shall be deemed received by the addressee three (3) days after mailing thereof. Notice personally delivered shall be deemed received when delivered. Notice mailed by overnight express courier shall be deemed received by the addressee on the business day following mailing thereof. Either party at any time may change the address for notice to such party or for any party receiving copies of Notices to such party hereunder by mailing, sending or delivering a Notice as aforesaid.

6. Miscellaneous.

A. Relationship. The relationship of the parties to this MOU is determined solely by the provisions of this MOU. Notwithstanding anything to the contrary in this MOU, the parties do not intend to create (and shall not be construed to have created) any agency, partnership, joint venture, trust or other relationship with duties or incidents different from those of parties to an arm's length contract.

B. Severability. The provisions of this MOU are intended to be severable and enforced to the maximum extent permitted by law. If for any reason any provision of this MOU shall be held invalid, illegal or unenforceable in whole or in part in any jurisdiction, then that provision shall be ineffective only to the

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extent of the invalidity, illegality or unenforceability and in that jurisdiction only, without in any manner affecting the validity, legality or enforceability of the unaffected portion and the remaining provisions in that jurisdiction or any provision of the MOU in any other jurisdiction. The unaffected portion and provisions of the MOU will be enforced to the maximum extent permitted by law.

C. Waiver: Modification and Amendment. No amendment of, supplement to or waiver of any obligations under this MOU will be enforceable or admissible unless set forth in a writing signed by the party against which enforcement or admission is sought. No delay or failure to require performance of any provision of this MOU shall constitute a waiver of that provision as to that or any other instance. Any waiver granted shall apply solely to the specific instance expressly stated.

D. Governing Law. This MOU shall be governed by and construed in accordance with the laws of the United States and the State of Illinois without regard to its rules of conflicts of laws.

E. Time of the Essence. Time is of the essence under this MOU.

F. Counterparts. This MOU may be executed in any number of counterparts and each counterpart shall be deemed to be an original document. All executed counterparts together shall constitute one and the same document, and any counterpart signature pages may be detached and assembled to form a single original document.

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IN WITNESS WHEREOF, the parties have executed this MOU as of the day and year first written above.

CITY OF] CHICAGO, an Illinois municipal corporation/ "~

By:

Name: Rftbekah Scheinfeld

Its: Commissioner of TransporiaUojj

CITY OF CHTCAGj^afI^Inols municipal corporation

By:

Name: David L. Reifman

Its: Commissioner of Planning and Development

APPROVED AS TO FORM AND LEGALITY:

By:

Name

Its: Jj^v^M far, hp. tV

NATIONAL RAILROAD PASSENGER CORPORATION, a corporation ofthe District of Columbia

By:

Name:

Its:

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IN WITNESS WHEREOF, the parties have executed this MOU as of the day and year first written above.

City:

CITY OF CHICAGO, an Illinois municipal
coloration.

By:

Name: Rebekah Scheinfeld

Its: Commissioner of Transportation

CITY OF CHICAGO, an Illinois municipal coiporation

By:

Name: David L. Reifman

Its: Commissioner of Planning and Development

APPROVED AS TO FORM AND LEGALITY:

By:

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Its:

NATIONAL RAILROAD PASSENGER CORPORATION, a corporation of the District of Columbia

By: v)|. <9^C^

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EXHIBIT A THE IMPROVEMENTS

Existing Head House - rXortcpurse Level ,.

Jackson Street

Adams Street

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Publication**

Conceptual

New Clinton Street Entrance & Fred Harvey Space Activation

- "Warn
- New Retail Balcony

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Conceptual 'jpg^ Met Deli Space Activation APD Conversion to Retail (Specific layout TBD)

- "Warm Vanilla" Shell
- Black Iron Installation

DEPARTMENT OF PLANNING AND DEVELOPMENT CITY OF CHICAGO

MEMORANDUM

Alderman Daniel S. Solis Chairman, City/Council Committee on Zoning

To:

From

David Rgjfman
Commissioner

Department of Planning and Development Date: October

18, 2018

Re: Proposed Amendment to Planned Developments 376 & 506 (501-31 W. Adams, 200-328 S. Canal, 506-30 W. Van Buren, and 201-339 S. Clinton Streets)

On October 18, 2018, the Chicago Plan Commission recommended approval of a proposed amendment to Planned Developments 376 & 506 submitted by RC Union Station Development Company LLC. The applicant is proposing to rezone the site to Planned Development 376, as amended, with three Sub-Areas. Sub-Area A will include the construction of a one-story addition, interior and exterior renovations, a maximum of 400 hotel keys, and 265 accessory, vehicular parking spaces for the existing Union Station building. Sub-Area B includes the existing Union Station Transit Center. Sub-Area C will include the construction of a new 715' tall office building, public open space, and 400 accessory, vehicular parking spaces. A copy of the proposed ordinance, planned development statements, bulk table and exhibits are attached. I would very much appreciate your assistance in having this introduced at the next possible City Council Committee on Zoning.

Also enclosed is a copy of the staff report to the Plan Commission which includes the Department of Planning and Development, Bureau of Zoning and Land Use recommendation and a copy of the resolution. If you have any questions in this regard, please do not hesitate to contact me at 744-0756.

Cc: PD Master File (Original PD, copy of memo)

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HI NORTH LASALLE STREET, ROOM 1000, CHICAGO, ILLINOIS 60602