

Address: 1000 West Carroll / 31 1 and 345 North Morgan, Chicago, IL

CAS H 165037819.78

BUSINESS PLANNED DEVELOPMENT NO.
PLANNED DEVELOPMENT STATEMENTS

1. The area delineated herein as Planned Development Number _____, ("Planned Development") consists of approximately 105,923 square feet of property which is depicted on the attached Planned Development Boundary and Property Line Map (the "Property"). 345 N. Morgan, LLC is the owner of a portion of the Property and the "Applicant" for this Planned Development pursuant to authorization from the owners of the remainder of the Property.
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, shall be under single ownership or designated control. Single designated control is defined 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 Chicago Department of Transportation ("CDOT") on behalf of the Applicant or its successors, assigns or grantees.

Any requests for grants of privilege, or any items encroaching on the public way, shall be in compliance with the Plans (defined below).

Ingress or egress shall be pursuant to the Plans and may be subject to the review and approval of the Department of Planning and Development ("DPD") and CDOT. Closure of all or any public street or alley during demolition or construction shall be subject to the review and approval of CDOT.

All work proposed in the public way must be designed and constructed in accordance with CDOT Standards for Work in the Public Way and in compliance with the Municipal Code of the City of Chicago. Prior to the issuance of any Part I t approval, the submitted plans must be approved by CDOT.

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

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- ADA crosswalk ramps
- Parkway & landscaping

The Perimeter Restoration Agreement must be executed prior to any CDOT and Planned Development Part II review permitting. The Agreement shall reflect that all work must comply with current Rules and Regulations and must be designed and constructed in accordance with the CDOT 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 the CDOT 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.

As part of this project, the Applicant agrees to contribute \$750,000 to CDOT towards the cost of railroad crossing upgrades and signal improvements as follows: \$500,000 shall be paid prior to the issuance of a certificate of occupancy for the building located in Subarea A and \$250,000 shall be paid prior to the issuance of a certificate of occupancy for the building located in Subarea B.

4. This Planned Development consists of these 17 Statements; a Bulk Regulations and Data Table and the following exhibits and plans attached hereto prepared by SOM and Eckenhoff Saunders and dated September 19, 2019 (the "Plans"): an Existing Zoning Map; an Existing Land Use Map; a Planned Development Boundary Area; a Subarea B - Level 1 Plan; a Subarea B - Typical Office Plan; a Subarea B - Roof Plan; a Subarea B - Typical Storefront Facade; a Subarea B - Level 2 Facade; a Subarea B - Typical Office Facade; Subarea B Elevations (East, West, South, North); a Subarea A Site/Landscape Plan; a Subarea A Roof Plan; Subarea A Elevations (South, West, North, East); a Subarea A Typical Tower Facade; a Subarea A Typical Parking Facade; a Subarea A Typical Storefront Facade; a Subarea A Typical Rooftop Facade; and a Subarea C Site/Landscape Plan. In any instance where a provision of this Planned Development conflicts with the Chicago Building Code, the Building Code shall control. This Planned Development conforms to the intent and purpose of the Zoning Ordinance, and all requirements thereof, 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. The following uses are permitted in the area delineated herein as a Business Planned Development: Office; Hotel; Daycare; Animal Services; Business Equipment Sales and Service; Business Support Services; Urban Farm (rooftop operation); Communication Service Establishments; Eating and Drinking Establishments (all, including Taverns); Entertainment and Spectator Sports (excluding inter-track wagering facilities); Indoor Special Event including incidental liquor sales; Financial Services; Food and Beverage Retail Sales; Medical Service; Personal Service; General Retail Sales; Participant Sports and Recreation; Limited and Artisan Manufacturing, Production and Industrial Services; Co-located Wireless Communication Facilities, accessory parking, non-accessory parking and incidental and accessory uses. Further, as a result of input received through the community process and in order to gain community support for the project, the Applicant has voluntarily agreed to consult with the local Alderman's office prior to entering into any initial lease or other disposition of the ground floor

commercial space for the building located in Subarea B to an end user to confirm such user is consistent with community expectations for said space.

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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 DPD. 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 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 and Data Table. For the purposes of FAR calculations and measurements, the definitions in the Zoning Ordinance shall apply. The permitted overall FAR identified in the Bulk Regulations Table has been determined using a Net Site Area of 105,923 square feet.

The Applicant acknowledges that the project has received a bonus FAR of 3.1, pursuant to Sec. 17-4-1000 of the Zoning Ordinance. With this bonus FAR, the total FAR for the Planned Development is 8.1. In exchange for the bonus FAR, the Applicant is required to make a corresponding payment, pursuant to Sections 17.4-1003-B & C, prior to the issuance of the first building permit for any building in the Planned Development; provided, however, if the Planned Development is constructed in phases, the bonus payment may be paid on a pro rata basis as the first building permit for each subsequent new-building or phase of construction is issued. The bonus payment will be recalculated at the time of payment (including partial payments for phased developments) and may be adjusted based on changes in median land values in accordance with Section 17-4-1003-C.3

The bonus payment will be split between three separate funds, as follows: 80% to the Neighborhoods Opportunity Fund, 10% to the Citywide Adopt-a-Landmark Fund and 10% to the Local Impact Fund. In lieu of paying the City directly, the Department may: (a) direct developers to deposit a portion of the funds with a sister agency to finance specific local improvement projects; (b) direct developers to deposit a portion of the funds with a landmark property owner to finance specific landmark restoration projects; or, (c) approve proposals for in-kind improvements to satisfy the Local Impact portion of the payment. In this case, the Applicant will contribute the Local Impact portion of the bonus payment toward the cost of railroad crossing upgrades and signal improvements and safety measures, viaduct improvements and safety measures, and lighting along Lake Street.

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 DPD. 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.

The Plans are hereby approved in their entirety and no further approvals shall be required under this Planned Development or the Zoning Ordinance for the improvements undertaken in accordance with the Plans, other than Part II Approval (per Section 17-13-0610 of the Zoning Ordinance).

10. The Site and Landscape Plans shall be in substantial conformance with the Landscape Ordinance and any other corresponding regulations and guidelines. Final landscape plan review and approval will be by DPD. Any interim reviews associated with site plan review or Part II reviews, are conditional until final Part I approval.

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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 13-32-125 of the Municipal Code, or any other provision of that Code.
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.
13. The Applicant acknowledges that it is in the public interest to design, construct and maintain the project 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 the Part II review process is initiated for each improvement that is subject to the aforementioned Policy and must provide documentation verifying compliance.
15. 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, an 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 project 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 project 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 project 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

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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.

16. The Applicant acknowledges that Subareas A and B are located in the Kinzie Industrial Corridor Conversion Area, and has undergone a "rezoning" within the meaning of Chapter 16-8 of the Municipal Code (the "Industrial Corridor System Fund Ordinance"). As a result of this rezoning, the Planned Development is subject to the conversion fee provisions of the Industrial Corridor System Fund Ordinance. The purpose of the conversion fee is to mitigate the loss of industrial land and facilities in conversion areas by generating funds for investment in receiving industrial corridors in order to preserve and enhance the city's industrial base, support new and expanding industrial uses, and ensure a stable future for manufacturing and industrial employment in Chicago. The Applicant is required to pay the conversion fee in full prior to the issuance of the first building permit for any building in the Planned Development; provided, however, if the Planned Development is constructed in phases, the conversion fee may be paid on a pro rata basis as the first building permit for each subsequent new building or phase of construction is issued. The amount of the conversion fee due prior to the issuance of a building permit shall be calculated based on the fee rate in effect at the time of payment. The Applicant shall record a notice against the Property to ensure that the requirements of the Industrial Corridor System Fund Ordinance are enforced in accordance with Sec. 16-8-100.
17. This Planned Development shall be governed by Section 17-13-0612 of the Zoning Ordinance. Should this Planned Development ordinance lapse, the Commissioner of DPD shall initiate a Zoning Map Amendment to rezone the property to the DX-5 Downtown Mixed-Use District.

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BUSINESS PLANNED DEVELOPMENT NO.
BULK REGULATIONS AND DATA TABLE

Gross Site Area (sf):	143,292
Subarea A:	68,740
Subarea B:	32,509
Subarea C:	42,043
Area of Public Rights-of-Way (st):	37,369
Subarea A:	22,437
Subarea B:	6,292
Subarea C:	8,640
Net Site Area (sf):	105,923
Subarea A:	46,303
Subarea B:	26,217
Subarea C:	33,403
Maximum Floor Area Ratio:	8.10 (857,976 SF)
Subarea A:	11.58 (536,251 SF)
Subarea B:	8.10 (212,358 SF)
Subarea C:	3.27 (109,367 SF)

Minimum Accessory Off-Street Parking Spaces:

Subarea A:	137
Subarea B:	34
Subarea C:	30

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Minimum OIT-Street Loading Spaces:

Subarea A:	(3) 10ft x 25ft
Subarea B: v	(2) 10ft x 25ft
Subarea C:	(2) 10ft x 25ft

Maximum Building Height:

Subarea A:	288ft - Oifi
Subarea B:	178ft - Oin
Subarea C:	85ft - Oin

Minimum Setbacks: In conformance with the Plans

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EXISTING ZONING MAP

APPLICANT: 345 N MORGAN, 1000 W
CARROLL, 311 N MORGAN
ADDRESS: 345 N MORGAN Chicago, IL 60607
DATE: March 13, 2019
REVISED September 19, 2019

EXISTING LAND USE MAP

I BUSINESS I==I COMMERCIAL
RESIDENTIAL MANUFACTURING

EXISTING LAND USE MAP

VECKENHOFFSAUNDERS
APPLICANT

ADDRESS.
DATE.
REVISED-

345 N MORGAN, 1000 W CARROLL, 311 N MORGAN 345 N MORGAN Chicago. IL 60607 March 13, 2019 September 19, 2019

PLANNED DEVELOPMENT BOUNDARY AREA

251 63' PROPERTY LINE

SUBAREA A (46.303 NSF)

PROPOSED 18-STORY OFFICE BUILDING

2 <

SUBAREA B (26.217 NSF) PROPOSED 11-STORY OFFICE BUILDING

251 59' PROPERTY LINE

WEST CARROLL AVENUE

PROPERTY LINE
PD BOUNDARY AREA

NET SITE AREA: 105,923 SF
AREA IN RIGHT OF WAY: 37,369 SF
GROSS SITE AREA: 143,292 SF

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PUBLIC ALLEY

120'

APPLICANT: 345 N MORGAN, 1000 W
CARROLL, 311 N MORGAN
ADDRESS: 345 N MORGAN Chicago. IL 60607
DATE: March 13, 2019
REVISED: September 19, 2019

SUBAREA B - Level 1 Plan foUCStlOO

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CARROLL, 311 N MORGAN
ADDRESS: 345 N MORGAN Chicago, IL 60607
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APPLICANT: 345 N MORGAN. 1000 W
CARROLL. 311 N MORGAN
ADDRESS 345 N MORGAN Chicago, IL 60607
DATE March 13,2019
REVISED September 19, 2019

SUBAREA B / Roof Plan

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LEVEL 11 HARDSCAPE AREA

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XV

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LEVEL 12 GREEN ROOF
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LEVEL 11 GREEN ROOF AREA = 1,584 SF

0'

Total Non-Mechanical Roof Area = 15,563 SF Total Green Roof Area = 7,886 SF
Green Roof Area > 50% of Total Non-Mechanical Roof Area

APPLICANT 345 N MORGAN, 1000 W
CARROLL, 311 N MORGAN
ADDRESS 345 N MORGAN Chicago. IL 60607
DATE March 13,2019
REVISED September 19, 2019

SUBAREA B - Typical Storefront Facade

RETAIL SIGNAGE

CAST STONE BASE MATERIAL

METAL PANEL SLAB EDGES BRICK MASONRY MATERIAL
INSET RETAIL ENTRY

APPLICANT 345 N MORGAN, 1000 W
CARROLL, 311 N MORGAN
ADDRESS 345 N MORGAN Chicago. IL 60607
DATE March 13,2019
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SUBAREA B - Level 2 Facade

CAST STONE CAP
SPANDREL GLASS
METAL LOUVER SYSTEM

MASONRY BRICK ARCH
METAL PANEL SLAB EDGE COVERS

APPLICANT 345 N MORGAN, 1000 W
CARROLL, 311 N MORGAN
ADDRESS- 345 N MORGAN Chicago. IL 60607
DATE. March 13,2019
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SUBAREA B - Typical Office Facade

lto'

METAL SLAB EDGE COVERS
MASONRY & BRICK SPANDREL PANELS

APPLICANT- 345 N MORGAN, 1000 W
CARROLL, 311 N MORGAN
ADDRESS. 345 N MORGAN Chicago,- IL 60607

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SUBAREA B - East Elevation

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APPLICANT: 345 N MORGAN, 1000 W
CARROLL, 311 N MORGAN
ADDRESS 345 N MORGAN Chicago. IL 60607
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SUBAREA B - West Elevation

APPLICANT 345 N MORGAN, 1000 W
CARROLL, 311 N MORGAN
ADDRESS. 345 N MORGAN Chicago. IL 60607
DATE: March 13,2019
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SUBAREA B - South Elevation

Level 1_ . ^

17 Roof Level

30'

APPLICANT' 345 N MORGAN, 1000 W
CARROLL, 311 N MORGAN
ADDRESS: 345 N MORGAN Chicago, IL 60607
DATE. March 13,2019
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ADDRESS.
DATE.
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SUBAREAA

SITE / LANDSCAPE PLAN

Applicant 345 N Morgan I.L.C
Address 1000 West Carroll / 3*5 North Morgan / 311 North Morgan
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Plan Ccmm-ssion September !9 2019

SUBAREAA

PARKING PLAN

Applicant 345 N Morgan LLC
Address 1000 West Carroll / 345 Norm Morgan / 311 North Morgan
Introduced March 13 ?U13
Plan Comrn.ssion Septenbfir 19 2019



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OFFICE

SUBAREAA

OFFICE PLAN

Applicant
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Introduction
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TERRACE PLAN

Applicant ,1'1!3 N Morgan LLC
Address 1000 West Duroll / North Morgan / 311 North Morgan
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TOTAL NON-MECHANICAL ROOF AREA= 11.610SF
TOTAL GREEN ROOF AREA= 7,140 SF
GREEN ROOF AREA > 50% TOTAL NON-MECHANICAL ROOF AREA

ROOF PLAN

Applicant 3'1f) N Morgan LLC
Address 1000 West Carroll / 3*5 North Morgan / 3! | North Morgan
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SUBAREAA

SOUTH ELEVATION

Applicant jibN Morgan LLC

Address 1000 West Carroll / 345 North Morgan / 311 North Morgan
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ALUMINUM FRAME W/ INSULATED GLASS

ALUMINUM FRAME W/ INSULATED GLASS

PERFORATED SCREEN W/ INSULATED GLASS

RETAIL SIGNAGE

> LEVC.IO

SUBAREAA

WEST ELEVATION

Applicant	3*5 N Morgan LLC
Address	1CC0 West Carroll / 315 Ncth Morgan
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ALUMINUM FRAME W/ INSULATED GLASS

ALUMINUM FRAME W/INSULATED GLASS

. PERFORATED SCREEN W/ INSULATED GLASS

METAL PANEL

» LEVEL 15 »

» LEVEL »

» LEVELS

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SUBAREAA

NORTH ELEVATION

Applicant	3*5 N Marfan LLC
Address	1C00 West Carroll / 345 North Morgan / 31 \ Morn Morgan
Introduced	March 13 2019
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ALUMINUM FRAME W/INSULATED GLASS

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SUBAREAA

EAST ELEVATION

Applicant	345 N Moroni II.C	
Address	1000 West Carroll / 345 North Morgan / 311 North Morgan	
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WEST	NORTH	EAST SOUTH

Aluminum Frame with Insulated Glass

SUBAREAA

TYPICAL TOWER FACADE

Applicant 3"5 N Morgan LLC
Address 1C00 West Carroll / 316 iNorth Morgan / 311 North Morgan
Introduced March 13 2019
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1
WEST NORTH EAST SOUTH

Perforated screen with Insulated Glass

SUBAREAA

TYPICAL PARKING FACADE

Applicant 34b" N Morgan LLC
Address 1000 West Carroll / 34b North Morgan / 311 North Morgan
Introduced March 13 2019
Plan Commission September 19 2019

NORTH

Perforated Screen w/ Insulated Glass

Storefront Glazing System w/ Integrated Mullion

SUBAREAA

TYPICAL STOREFRONT FACADE

Applicant	3ifjN Morgan LLC
Address	1000 West Carroll / 3 rd North Morgan / 311 North Morgan
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SUBAREAA

TYPICAL ROOF FACADE

Applicant	3 rd 5 N Morgan LLC
Address	1000 West Carroll / 3 rd 5 North Morgan / 311 North Morgan

Introduced March 13 2019
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E. SITE PLAN AND GROUND FLOOR PLAN

SCALE: y32" = 1'-0"

311 NORTH MORGAN

APPLICANT: 345 N MORGAN LLC ,
ADDRESS: 1000 W CARROLL, 345 N
MORGAN, 311 N MORGAN

September 19th, 2019

G|R|E|C ARCHITECTS I

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F. GRADE LEVEL LANDSCAPE PLAN

SCALE: >"= V-0"

311 NORTH MORGAN

APPLICANT: 345 N MORGAN LLC
ADDRESS:

1000 W CARROLL, 345 N MORGAN 311 N MORGAN
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G. FIFTH LEVEL TERRACE LANDSCAPE PLAN

SCALE: V = 1"-0"

311 NORTH MORGAN

APPLICANT: 345 N MORGAN LLC ADDRESS: 1000 W CARROLL, 345 N MORGAN. 311 N MORGAN
LEVEL 7-WEST TERRACE
LEVEL 7-
EAST TERRACE

LEVEL 7 ROOF

GREEN ROOF AREA CALCULATIONS

GROSS ROOF AREA: 28,316 SF NET ROOF AREA: 23,035 SF

MIN. 50% GREEN ROOF
AREA: 11,518 SF

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ELEV. OVERRUN ROOF

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LEVEL 1 ROOF

LEVEL 5 ROOF TERRACE

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LEGEND:

ROOF.
TERRACE
PAVERS

GREEN ROOF/
LANDSCAPING

LEVEL 1 SKYLIGHT

- RZ

LEVEL 3 -TERRACE

ELEV. OVERRUN ROOF

H. GREEN ROOF DIAGRAM

SCALE: $\frac{1}{32}'' = 1'-0''$

311 NORTH MORGAN

APPLICANT: ^{345 N} MORGAN LLC ADDRESS: 1000 W CARROLL, 345 N MORGAN. 311 N MORGAN

J1. WEST ELEVATION

SCALE: $y_{32}'' = r-1j''$

311 NORTH MORGAN

APPLICANT: 345 N MORGAN LLC ADDRESS: 1000 W CARROLL, 345 N MORGAN, 311 N MORGAN

J2. SOUTH ELEVATION

SCALE: $y_{32}'' = 1-0''$

311 NORTH MORGAN

APPLICANT: 345 N MORGAN LLC ADDRESS: 1000 W CARROLL, 345 N MORGAN. 311 N MORGAN

J3. EAST ELEVATION

SCALE: $\frac{1}{2}$ " = 1'-0"

311 NORTH MORGAN

APPLICANT: 345 N MORGAN LLC ADDRESS: 1000 W CARROLL, 345 N MORGAN. 311 N MORGAN

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J4. NORTH ELEVATION

SCALE: $\frac{1}{32}'' = 1'-0''$

311 NORTH MORGAN

APPLICANT: 345 N MORGAN LLC ADDRESS: 1100 W Carroll. 345 N MORGAN. 311 N MORGAN