

Office of the City Clerk

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

Legislation Details (With Text)

File #: 02014-6860

Type: Ordinance Status: Passed

File created: 9/10/2014 In control: City Council

Final action: 10/8/2014

Title: Reallocation of 2014 City bond volume cap for Chicago Housing Authority to finance affordable

housing development at 3301 W Arthington St

Sponsors: Emanuel, Rahm

Indexes: BONDS & BOND ISSUES

Attachments: 1. O2014-6860.pdf

Date	Ver.	Action By	Action	Result
10/8/2014	1	City Council	Passed	Pass
10/6/2014	1	Committee on Finance	Recommended to Pass	Pass
9/10/2014	1	City Council	Referred	

OFFICE OF THE MAYOR

CITY OF CHICAGO

RAHM EMANUEL MAYOR

September 10,2014

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

Ladies and Gentlemen:

At the request of the Commissioner of Planning and Development, I transmit herewith an ordinance authorizing the ceding of 2014 Volume Cap to the Chicago Housing Authority.

Your favorable consideration of this ordinance will be appreciated.

Mayor

Very truly yours,

ORDINANCE

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

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

WHEREAS, pursuant to Section 146 of the Internal Revenue Code of 1986, as amended, the City, as a constitutional home rule city, is allocated a certain amount of volume cap per calendar year in connection with the issuance of tax-exempt bonds by the City; and

WHEREAS, the Illinois Private Activity Bond Allocation Act, 30 ILCS 345/1 et seg., as amended, provides, among other things, that the corporate authorities of any home rule unit may reallocate all or any portion of its unused allocation of volume cap; and

WHEREAS, the City may have available certain unused volume cap from calendar year 2015, or from such other calendar year as may be legally available at the time of the Reallocation (as hereinafter defined) (the "Cap"); and

WHEREAS, the Chicago Housing Authority (the "CHA"), an Illinois municipal corporation, desires to issue up to \$30,000,000 of tax-exempt multi-family housing revenue bonds (the "Bonds") to finance a portion of the costs of the acquisition, rehabilitation and equipping of an affordable housing development located at 3301 West Arthington Street in the City (the "Property"), which will consist of approximately 181 residential rental dwelling units for low-income families (the "Project") to be owned by New Sterling Park LLC, an Illinois limited liability company (the "Owner"), the managing member of which is New Sterling Park MM LLC, an Illinois limited liability company, and has been advised by its bond counsel that all or a portion of the Bonds requires the allocation of volume cap; and

WHEREAS, the CHA has requested that the City reallocate a portion of its Cap, if available to the CHA for the Bonds, pursuant to an intergovernmental agreement between the City and the CHA for that purpose; and

WHEREAS, it is anticipated that (i) the Owner will be eligible to claim low income housing tax credits (the "Tax Credits") pursuant to Section 42 of the Internal Revenue Code of 1986, in connection with the Project, and (ii) the Tax Credits for the Project will be administered by the City's Department of Planning and Development; now, therefore,

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

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

SECTION 2. The City hereby authorizes the Chief Financial Officer of the City appointed by the Mayor or, if there is no such officer then holding said office, the City Comptroller (such officer being referred to herein as the "Chief Financial Officer"), to reallocate, effective on the date of issuance of the Bonds, up to \$30,000,000 of the Cap (the "Reallocation") for application by the CHA to the Bonds; provided that if the Bonds are not issued as of or prior to 11:00 P.M. on March 31, 2015, the Reallocation shall not be made. The exact amount ofthe Reallocation shall be determined by the Chief Financial Officer based on the best interests of the City and on the amount of Cap available at the time of the Reallocation. The Chief Financial Officer is further authorized to determine, based on the best interests of the City, the amount, if any, of any compensation to be paid by the CHA to the City in consideration for the Reallocation. Any such compensation paid to the City shall be used for any affordable housing-related activities of the City. After the Reallocation has been made, the Chief Financial Officer shall file a certificate with the City Clerk stating the amount of Cap reallocated to the CHA pursuant to this ordinance.

SECTION 3. The Chief Financial Officer is hereby authorized, subject to the approval of the Corporation Counsel, to enter into such agreements and other documents, including agreements with the CHA, in connection with the Reallocation as shall be deemed necessary or desirable by the Chief Financial Officer.

SECTION 4. To the extent that any ordinance, resolution, rule, order or provision of the Municipal Code of Chicago (the "Municipal Code"), or part thereof, is in conflict with the provisions of this ordinance, the provisions of this ordinance shall control. If any section, paragraph, clause or provision of this ordinance shall be held invalid, the invalidity of such section, paragraph, clause or provision shall not affect any of the other provisions of this ordinance. Section 2-45-110 of the Municipal Code shall not apply to the Project or the Property.

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

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I - GENERAL INFORMATION

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

Sterling Park LLC

Check ONE of the following three boxes:

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Indicate whether the Disclosing Party submitting this EDS is:
1. [x] the Applicant
OR
2. [] a legal entity holding a direct or indirect interest in the Applicant. State the legal name of the
2. Applicant in which the Disclosing Party holds an interest:
OR
3. [] a legal entity with a right of control (see Section II.B.l.) State the legal name of the entity in
which the Disclosing Party holds a right of control:
B. Business address of the Disclosing Party: Mercy Housing Lakefront
120 S. LaSalle Street, Suite 1850, Chicago, IL 60603
120 St. Zusune Street, Suite 1000, Sineugo, 12 00005
C. Telephone: 312-447-4500 Fax: 312-447-4750 Email: lbrace(Smercyhousing.org
D. Name of contact person: Linda Brace
•
Federal-Employer- Identification-No^^f-y^iuhay^-one):
F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS
pertains. (Include project number and location of property, if applicable):
Cede volume cap in the amount of \$30,000,000 to the Chicago Housing Authority to finance the rehabilitation of a
currently vacant commercial building into a 181-unit multi-family development known as Sterling Park Apartments,
located at 3301W. Arthington Street, Chicago, IL 60624.
G. Which City agency or department is requesting this EDS? Department of Planning and Development
(DPD)
If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the
following:
Specification # and Contract #
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SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS
A. NATURE OF THE DISCLOSING PARTY
1. Indicate the nature of the Disclosing Party: Person [>
Publicly registered business corporation [

1. Indicate the nature of the Disclosing Party: Person [Publicly registered business corporation [Privately held business corporation [Sole proprietorship [General partnership (Limited partnership Trust]

[X] Limited liability company [] Limited liability partnership []

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		Joint venture [] N	•	corporation (Is the not-for-profit	
		[] Yes	[] No	
	[] Other (please spe	ecify)			
2.	For legal entities, the state (or foreign cou	ntry) of incorporation or	organization	, ifapplicable:	
	Illinois				

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

[XJN/A

B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

1. List below the full names and titles of all executive officers and all directors of the entity. NOTE: For not-for-profit corporations, also list below all members, if any, which are legal entities. If there are no such members, write "no members." For trusts, estates or other similar entities, list below the legal titleholder(s).

If the entity is a general partnership, limited partnership, limited liability company, limited liability paTtirerstiipnor[^] - manager or any other person or entity that controls the day-to-day management of the Disclosing Party. NOTE: Each legal entity listed below must submit an EDS on its own behalf.

Name Title

New Sterling Park MM LLC

Managing Member

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

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interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name Business Address Percentage Interest in the

120 S. LaSalle St., Suite 1850 Disclosing Party

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100%*	New Sterling Park MM LLC	Chicago, IL 60603	

*It is anticipated that RBC Tax Credit Equity, LLC with a business address at 500 W. Madison, Suite 2500, Chicago, IL 60661, will acquire a 99.991% interest in the Applicant upon the closing of this Matter.

SECTION III - BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

[] Yes [X] No

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s):

SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and TKFToTal" amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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Name (indicate whether Business Relationship to Disclosing Party Fees (indicate whether retained or anticipated to be retained)

Address (subcontractor, attorney, paid or estimated.) NOTE:

lobbyist, etc.) "hourly rate" or "t.b.d." is not an acceptable response.

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See attached list of retained parties	i.
(Add sheets if necessary)	
[] Check here if the Disclosing	Party has not retained, nor expects to retain, any such persons or entities
SECTION V - CERTIFICATIONS	
A. COURT-ORDERED CHILD SUI	PPORT COMPLIANCE
•	92-415, substantial owners of business entities that contract with the City must support obligations throughout the contract's term.
Has any person who directly or indirechild support obligations by any Illino	ectly owns 10% or more of the Disclosing Party been declared in arrearage on any ois court of competent jurisdiction?
[] Yes [] No	[X] No person directly or indirectly owns 10% or more of the Disclosing Party.
If "Yes," has the person entered into a compliance with that agreement?	a court-approved agreement for payment of all support owed and is the person in
r 1 Yes [J No	
B. FURTHER CERTIFICATIONS	
terms (e.g., "doing business") and legadoing business with the City, then the person is currently indicted or charged supervision for, any criminal offense	hapter 1-23, Article I ("Article I")(which the Applicant should consult for defined al requirements), if the Disclosing Party submitting this EDS is the Applicant and is Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling d with, or has admitted guilt of, or has ever been convicted of, or placed under involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, an officer or employee of the City or any sister agency; and (ii) the Applicant

understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some fiveyear compliance timeframes in certifications 2 and 3 below.

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

- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V;
- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 3. The certifications in subparts 3, 4 and 5 concern:
- the Disclosing Party;
- any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");

Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

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Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor nor any Agents have, during the five years before the date this EDS is signed, or, with respect to a

Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the five years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated NatioTiateTjist^^
 Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.
- 7. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

 None

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

- 8. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the execution date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). None
- 9. To the best ofthe Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, ofthe City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$20 per recipient (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

[] is [Xj is not

- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
 - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

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

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

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

D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

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Any words or terms that are define used in this Part D.	ed in Chapter 2-156 of the	Municipal Code have the same meanings when
financial interest in his or her own		pal Code: Does any official or employee of the City have a ny other person or entity in the Matter?
NOTE: Ifyou checked "Yes" to It Part E.	em D.l., proceed to Items	D.2. and D.3. Ifyou checked "No" to Item D.1., proceed to
employee shall have a financial in purchase of any property that (i) b legal process at the suit of the City	terest in his or her own na elongs to the City, or (ii) i v (collectively, "City Prope	ding, or otherwise permitted, no City elected official or me or in the name of any other person or entity in the s sold for taxes or assessments, or (iii) is sold by virtue of erty Sale"). Compensation for property taken pursuant to the interest within the meaning of this Part D.
Does the Matter involve a City Pro	operty Sale?	
[] Yes [X] No	
3. If you checked "Yes" to Ite employees having such interest an	-	s and business addresses of the City officials or ch interest:
Name Bu	isiness Address	Nature of Interest
4. The Disclosing Party further City official or employee.	er certifies that no prohib	ited financial interest in the Matter will be acquired by any
E. CERTIFICATION REGARDIN	NG SLAVERY ERA BUS	INESS
Please check either 1. or 2. be an attachment to this EDS all info	rmation required by parag	rty checks 2., the Disclosing Party must disclose below or in raph 2. Failure to 8 of 13

comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

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

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

SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

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

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.l. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

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- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.l. and A.2. above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".

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substance to paragraphs Disclosing Party must m	Party is the Applicant, the Disclosing Party must obtain certifications equal in form and A.l. through A.4. above from all subcontractors before it awards any subcontract and the aintain all such subcontractors' certifications for the duration of the Matter and must make such vailable to the City upon request.
B. CERTIFICATION RI	EGARDING EQUAL EMPLOYMENT OPPORTUNITY
	funded, federal regulations require the Applicant and all proposed subcontractors to submit n with their bids or in writing at the outset of negotiations.
Is the Disclosing Party th	ne Applicant?
W Yes	[] No
If "Yes," answer the three	e questions below:
1. Have you develor regulations? (See 41 CFI	oped and do you have on file affirmative action programs pursuant to applicable federal R Part 60-2.)
H-Y-es	[xl No
· ·	with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Employment Opportunity Commission all reports due under the applicable filing requirements? [X] No
3. Have you partici opportunity clause?	pated in any previous contracts or subcontracts subject to the equal
[] Yes	[X] No
•	question 1. or 2. above, please provide an explanation: as or filings are in place as this entity has no employees/staff or directors.

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SECTION VII-- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

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

which this EDS is based.

B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at www.cityofchicago.org/Ethics http://www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (31.2) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made-a-v^ilaWe to-the-public-on the Intern otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

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- F. 1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such

certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.l., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

CERTIFICATION

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

New Sterling Park LLC name of Disclosure Party)

Tony Mastracci

(Print or type name of person signing)

Vice President of Mercy Housing Lakefront

(Print or type title of person signing)

(state). Notary Public.

Signed and sworn to before me on (date) ..^A j Ql>\

at QjbO\L

County, 1 iYV,^

Mum

JFFICIAL SEAL CHERYL ROWE

NOTARY PUBLIC. STATE OF ILLINOIS MY COMMISSION EXPIRES 3-30-2016;

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

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

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

[] Yes [X] No

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

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Sterling Park Apartments Attachment to EDS, Section IV: Retained Parties

Name (Indicate whether retained or anticipated)	Business Address	Relationship to Disclosing Party	Fees	Indidate whether fee paid or estimate
DEN Construction Management, LLC (DENCO) Retained	330 N. Ashland Ave. Chicago, IL 60607	General Contractor	\$34,222,785	Estimate
Solomon Colrdwell Buenz (SCB) Retained	625 N. Michigan Ave. Suite 800 Chicago, IL 60611	Project Architect	\$1,142,629	Estimate
Applegate & Thorne-Thomsen Retained	626 W. Jackson Blvd. Suite 400 Chicago, IL 60661	Partnership Counsel	\$250,000	Estimate
Appraisal Research Retained	400 E. Randolph Dr. Suite 715 Chicago, IL 60601	Property Appraiser	\$15,000	Estimate
MacRostie Historic Advisors Retained	53 W. Jackson Blvd. Suite 1357 Chicago, IL 60604	Historic Consultant Consultant	\$60,000	Estimate
CohnReznick Group Retained	525 N. Tyron Street Charlotte, NC 28202	Project Accountant Accountant	\$120,000	Estimate
CR Daccord Retained	309 W. Washington St. Suite 405 Chicago, IL 60606	e Owners Rep	\$338,000	Estimate
Shaw Environmental Retained	111 W. Pleasant St. Suite 10 Milwaukee, WI 53212	05Environmental Consultant	\$57,000	Estimate
Applied Real Estate Analysis (AREA) Retained	914 S. Wabash Ave. Chicago, IL 60605	Market Analyst	\$15,000	Estimate

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

File	#:	O2014-6860,	١	/ersion:	1
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SECTION I -- GENERAL INFORMATION

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

MM LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. [] the Applicant

OR

- 2. [X] a legal entity holding a direct or indirect interest in the Applicant. State the legal name of the
- 2. Applicant in which the Disclosing Party holds an interest: New Sterling Park LLC OR
- 3. [] a legal entity with a right of control (see Section II.B.l.) State the legal name of the entity in which the Disclosing Party holds a right of control:
- B. Business address of the Disclosing Party: Mercy Housing Lakefront

120 S. LaSalle Street, Suite 1850, Chicago, IL 60603

- D. Name of contact person: Linda Brace
- E. Federal Employer Identification No. (if you have one):
- F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location of property, if applicable):

Cede volume cap in the amount of \$30,000,000 to the Chicago Housing Authority to finance the rehabilitation of a currently vacant commercial building into a 181-unit multi-family development known as Sterling Park Apartments, located at 3301 W. Arthington Street, Chicago, IL 60624.

G. Which City agency or department is requesting this EDS? Department of Planning and Development (DPD)

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

Specification # and Contract #

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SECTION II -

- DISCLOSURE OF OWNERSHIP INTERESTS

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A. NATURE OF THE DISCLOS	SING PARTY 1. Indicate the nature of the Disclosing Party:
Person	[X]
Publicly registered business corporation	[]
Privately held business corporation	
Sole proprietorship	
General partnership	(Is
Limited partnership	
Trust	[]
3. For legal entities not organized in the St State of Illinois as a foreign entity?	country) of incorporation or organization, if applicable: Illinois rate of Illinois: Has the organization registered to do business in the
[] Yes [] No	[XJ N/A
B. IF THE DISCLOSING PARTY IS A LEGA	AL ENTITY:
profit corporations, also list below all members members." For trusts, estates or other similar en If the entity is a general partnership, limited venture, list below the name and title of each g	Il executive officers and all directors of the entity. NOTE: For not-fors, if any, which are legal entities. If there are no such members, write "no ntities, list below the legal titleholder(s). I partnership, limited liability company, limited liability partnership or join eneral partner, managing member, manager or any other person or entity Disclosing Party. NOTE: Each legal entity listed below must submit an
Name Title	
Mercy Sterling NFP	Managing Member

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial

interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

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i

interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name Business Address Percentage Interest in the

Disclosing Party

Mercy Sterling NFP 120 S. LaSalle Street, Suite 1850 51%

Chicago, IL 60603

Sterling Park 900 W. Jackson Boulevard, 8th Floor 49%

Development, L.L.C. Chicago, IL 60607

SECTION III -- BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

[] Yes [X] No

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s):

SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must

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either ask the City wheth	er disclosure	is required or make the disclosure.		
		Page 3 of 13		
		I		
Name (indicate whether	Business	Relationship to Disclosing Party	Fees (indicate whether	
retained or anticipated to be retained)	Address	(subcontractor, attorney, lobbyist, etc.)	paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.	
(Add sheets if necessary)				
[XJ Check here ifthe	Disclosing Page	arty has not retained, nor expe	ects to retain, any such persons or entities.	
SECTION V CERTIFICA	ATIONS			
A. COURT-ORDERED	CHILD SUP	PORT COMPLIANCE		
*		2-415, substantial owners of busine support obligations throughout the	ess entities that contract with the City must contract's term.	
* *	•	tly owns 10% or more of the Discl s court of competent jurisdiction?	osing Party been declared in arrearage on any	
[] Yes [] No	[X] No person directly or indirect Disclosing Party.	ly owns 10% or more of the	
If "Yes," has the person e compliance with that agree		court-approved agreement for payr	ment of all support owed and is the person in	
[] Yes [J No			
B. FURTHER CERTIFI	ICATIONS			

terms (e.g., "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling

1. Pursuant to Municipal Code Chapter 1-23, Article I ("Article I")(which the Applicant should consult for defined

person is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article 1 applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

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- 2. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.l. of this EDS:
 - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
 - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
 - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V;
 - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
 - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
 - 3. The certifications in subparts 3, 4 and 5 concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to

Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

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

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (I) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or ofthe United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Universified List, the Entity List and the Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.
- 7. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below: None

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

- 8. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the execution date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). None
- 9. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, ofthe City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$20 per recipient (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

- 1. The Disclosing Party certifies that the Disclosing Party (check one)
- 1. [] is [Xj is not
- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
 - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

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

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

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	e word "None," or no response appearanty certified to the above statements.	rs on the lines above, it will be conclusively presumed
D. CERTIFICATION	REGARDING INTEREST IN CITY	Y BUSINESS
Any words or terms to used in this Part D.	hat are defined in Chapter 2-156 of th	ne Municipal Code have the same meanings when
		cipal Code: Does any official or employee of the City have a any other person or entity in the Matter?
NOTE: Ifyou checke Part E.	ed "Yes" to Item D.l., proceed to Item	s D.2. and D.3. Ifyou checked "No" to Item D.1., proceed to
employee shall have a purchase of any proper legal process at the su	a financial interest in his or her own rerty that (i) belongs to the City, or (ii) ait of the City (collectively, "City Prop	idding, or otherwise permitted, no City elected official or name or in the name of any other person or entity in the is sold for taxes or assessments, or (iii) is sold by virtue of perty Sale"). Compensation for property taken pursuant to the all interest within the meaning of this Part D.
Does the Matter invo	lve a City Property Sale?	
[]Yes	[X] No	
•	ed "Yes" to Item D.l., provide the name	nes and business addresses of the City officials or such interest:
Name	Business Address	Nature of Interest

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

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either 1. or 2. below. Ifthe Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all information required by paragraph 2. Failure to

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comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

- X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
- 2. The Disclosing Party verifies that, as a result of conducting the search in step 1 above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

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

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.l. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

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3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.l. and A.2. above.
4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.l. through A.4. above from all subcontractors before it awards any subcontract and the

Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such

certifications promptly available to the City upon request.

SECTION

VII

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the	Disclosing Party the Ap	plicant?
[]	Yes	[X] No
If "Ye	es," answer the three que	stions below:
regula	Have you developed ations? (See 41 CFR Part Yes	and do you have on file affirmative action programs pursuant to applicable federal (60-2.)
Progr	•	e Joint Reporting Committee, the Director of the Office of Federal Contract Compliance yment Opportunity Commission all reports due under the applicable filing requirements? [] No
3. oppor	Have you participated tunity clause?	in any previous contracts or subcontracts subject to the equal
[]	Yes	[] No
If you	checked "No" to question	on 1. or 2. above, please provide an explanation:

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ACKNOWLEDGMENTS,

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CONTRACT

INCORPORATION,

COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

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

B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at www.cityofchicago.org/Ethics http://www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

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F.l. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.

- F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.l. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.1., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

CERTIFICATION

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

New Sterling Park MM LLC

Tony Mastracci (Print or type name of person signing)

Vice President of Mercy Housing Lakefront (Print or type title of person signing)
CoiLDty,^t|>iy^;S (state).
Notary Public.

Signed and sworn to before me on (date)*^--^^^ *~\ $j r^C j^A$, at (^ "

JFFICIAL SEAL CHERYL ROWE .

MY COMMISSION EX^^iSv^i^, ^ , ,

~ **u** "age 12 ol 13

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

only an indirect ownership interest in the Applicant.

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

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

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

[] Yes [X] No

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

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I - GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ ifapplicable: Mercy Sterling

NFP

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submittin 1. [] the Applicant OR 2. [X] a legal entity holding a direct or indi 2. Applicant in which the Disclosing Party OR 3. [] a legal entity with a right of control (s which the Disclosing Party holds a right of	irect interest in the Apholds an interest: Newsee Section II.B.l.) Sta	w Sterling Park LLC
B. Business address of the Disclosing Party:	Mercy Housing Lak 120 S. LaSa	efront alle Street, Suite 1850, Chicago, IL 60603
C. Telephone: 312-447-4500 Fax:	312-447-4750	Email: IbraceOmercyhousing.org
D. Name of contact person: Linda Brace		
E. Federal Employer Identification No. (ifyou	have one):,	
F. Brief description of contract, transaction or	other undertaking (re	ferred to below as the "Matter") to
currently vacant commercial building into a 18 located at 3301 W. Arthington Street, Chicago G. Which City agency or department is request.	00 to the Chicago Hou 81-unit multi-family on 5, IL 60624. Sting this EDS? Depar	Ising Authority to finance the rehabilitation of a development known as Sterling Park Apartments,
following:	by the City's Depart	ment of Procurement Services, please complete the
Specification #	and Contra	act#
Page 1 of 13		
- DISCLOSURE OF OWNERSHIP INTERES	STS	
A. NATURE OF THE DISCLO Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership	SING PARTY 1. Ind [] [] [] [X] (Is	dicate the nature of the Disclosing Party:

Trust

[]

Limited liability company Lin Not-for-profit corporation the not-for-profit corporation [] Yes [] Other (please specify)		nership Joint venture	
2. For legal entities, the s	state (or foreign co	untry) of incorporation or organi	zation, if applicable: Illinois
3. For legal entities not of State of Illinois as a foreign e	-	ite of Illinois: Has the organization	on registered to do business in the
[] Yes	[] No	[XJ N/A	
B. IF THE DISCLOSING PA	ARTY IS A LEGA	L ENTITY:	
corporations, also list below a members." For trusts, estates If the entity is a general pa	all members, if any or other similar en artnership, limited or person or entity	y, which are legal entities. If there tities, list below the legal titleho partnership, limited liability com that controls the day-to-day man	tors ofthe entity. NOTE: For not-for-profit e are no such members, write "no lder(s). npany, limited liability jDaftaefshipagement of the Disclosing Party. NOTE:
Name Title			
Mercy Housing Lakefront Boulevard Group, Inc.		Member - voting Member - non-vo	oting
•) in excess of 7.5%	% of the Disclosing Party. Examp	ry having a direct or indirect beneficial les of such an interest include shares in a
		Page 2 of 13	

intended to achieve full disclosure.

interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-1 54-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably

Name Business Address

Percentage Interest in the Disclosing Party 100%

Mercy Housing Lakefront

120 S. LaSalle Street, Suite 1850 ChlcagoTHT 60603

SECTION III -- BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

[] Yes [X] No

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s):

SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Page 3 of 13

Name (indicate whether Business Relationship to Disclosing Party Fees (indicate whether retained or anticipated Address (subcontractor, attorney, paid or estimated.) NOTE: to be retained) lobbyist, etc.) "hourly rate" or "t.b.d." is

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		not an acceptable response.
(Add sheets if no	ecessary)	
[XJ Check here	if the Disclosing Pa	arty has not retained, nor expects to retain, any such persons or entities. SECTION V -
- CERTIFICAT	IONS	
A. COURT-OR	DERED CHILD S	UPPORT COMPLIANCE
	•	2-92-415, substantial owners of business entities that contract with the City must ld support obligations throughout the contract's term.
	•	irectly owns 10% or more ofthe Disclosing Party been declared in arrearage on any inois court of competent jurisdiction?
[]Yes	[] No	[X] No person directly or indirectly owns 10% or more ofthe Disclosing Party.
	e person entered into that agreement?	o a court-approved agreement for payment of all support owed and is the person in
r 1 Yes	[1 No	
B. FURTHER	CERTIFICATIONS	S
terms (e.g., "doi doing business v person is curren supervision for,	ng business") and l with the City, then t tly indicted or char any criminal offens	Chapter 1-23, Article I ("Article I")(which the Applicant should consult for defined egal requirements), if the Disclosing Party submitting this EDS is the Applicant and is the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling ged with, or has admitted guilt of, or has ever been convicted of, or placed under se involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, at an officer or employee of the City or any sister agency; and (ii) the Applicant

perjury, dishonesty or deceit against an officer or employee of the City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some fiveyear compliance timeframes in certifications 2 and 3 below.

Page 4 of 13

The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in

Section II.B.l. of this EDS:

- are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V;
- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 3. The certifications in subparts 3, 4 and 5 concern:
- the Disclosing Party;
- any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");

»-aiiy-^A-ffrliated-^^

Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Page 5 of 13

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any

Contractor nor any Agents have, during the five years before the date this EDS is signed, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the five years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public
 officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or
 local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department ofthe Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially 43e*ignated44-ationa^

Debarred List.

- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.
- 7. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

None

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

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- 8. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the execution date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). None
- 9. To the best ofthe Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, ofthe City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$20 per recipient (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

[] is [X] is not

- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
 - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

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

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

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

D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

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Any words or terms used in this Part D.	s that are defined in Chapter 2-156 of the	Municipal Code have the same meanings when
	ce with Section 2-156-110 of the Municiples his or her own name or in the name of at [X] No	pal Code: Does any official or employee of the City have a ny other person or entity in the Matter?
NOTE: Ifyou check Part E.	ked "Yes" to Item D.l., proceed to Items	D.2. and D.3. If you checked "No" to Item D.1., proceed to
employee shall have purchase of any pro- legal process at the	e a financial interest in his or her own na operty that (i) belongs to the City, or (ii) is suit of the City (collectively, "City Propo	ding, or otherwise permitted, no City elected official or me or in the name of any other person or entity in the s sold for taxes or assessments, or (iii) is sold by virtue of erty Sale"). Compensation for property taken pursuant to the interest within the meaning of this Part D.
Does the Matter inv	volve a City Property Sale?	
[] Yes	[X] No	
•	ked "Yes" to Item D.l., provide the name such interest and identify the nature of su	s and business addresses of the City officials or ch interest:
Name	Business Address	Nature of Interest
4. The Disclosing City official or emp		oited financial interest in the Matter will be acquired by any
E. CERTIFICATIO	ON REGARDING SLAVERY ERA BUS	SINESS
Please check eit	ther 1. or 2. below. If the Disclosing Pa	rty checks 2., the Disclosing Party must disclose below or in

an attachment to this EDS all information required by paragraph 2. Failure to

Page 8 of 13

comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

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

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

SECTION VI - CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

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

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A. 1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

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- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.l. and A.2. above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".

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substance to paragraph Disclosing Party must	ng Party is the Applicant, the Disclosing Party must obtain certifications equal in form and s A.l. through A.4. above from all subcontractors before it awards any subcontract and the maintain all such subcontractors' certifications for the duration of the Matter and must make such available to the City upon request.
B. CERTIFICATION	REGARDING EQUAL EMPLOYMENT OPPORTUNITY
	ly funded, federal regulations require the Applicant and all proposed subcontractors to a formation with their bids or in writing at the outset of negotiations.
Is the Disclosing Party	the Applicant?
[] Yes	[X] No
If "Yes," answer the th	ree questions below:
1. Have you dever regulations? (See 41 C H-Yes	eloped and do you have on file affirmative action programs pursuant to applicable federal FR Part 60-2.) [-]-No
•	with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance I Employment Opportunity Commission all reports due under the applicable filing requirements?
3. Have you part opportunity clause?	cipated in any previous contracts or subcontracts subject to the equal
	question 1. or 2. above, please provide an explanation:
	D 10 012
	Page 10 of 13

The Disclosing Party understands and agrees that:

COMPLIANCE, PENALTIES, DISCLOSURE

VII

SECTION

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

CONTRACT

ACKNOWLEDGMENTS,

INCORPORATION,

ordinances, and regulations on which this EDS is based.

B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at www.cityofchicago.org/Ethics http://www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all ofthe information provided on this EDS and any attachments to this EDS may be m#de-a¥aHaWe4o4he-puMie-^
- otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

Page 11 of 13

- F.l. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.

If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.l. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.1., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

CERTIFICATION

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

Mercy Sterling NFP (Print type^iame Disclosing of Party) By: Mercy Wising Lakefmnt/Ivlembe/ Tony Mastracci (Print or type name of person signing) Vice President of Mercy Housing Lakefront (Print or type title of person signing) Signed and sworn to before me on (date)

(JjQiK^ Coujly < (io& (state).

Notary Public.

O

OFFICIAL SEAL Commission expires: JT

CHERYL ROWET NOTARY PUBLIC, STATE OF ILLINOIS MY COMMISSION EXPIRES 3-30-ftag? 12 Of 13

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AiND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[] Yes [X] No

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

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I - GENERAL INFORMATION

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

Housing Lakefront

File #: O2014-6860, Version: 1				
Check ONE of the following three boxes:				
Indicate whether the Disclosing Party submitting this EDS is: 1. [] the Applicant				
OR 2. [X] a legal entity holding a direct or indirect interest in the Applicant. State the legal name of the 2. Applicant in which the Disclosing Party holds an interest: New Sterling Park LLC OR				
3. [] a legal entity with a right of control (see Section II.B.l.) State the legal name of the entity in which the Disclosing Party holds a right of control:				
B. Business address of the Disclosing Party: Mercy Housing Lakefront 120 S. LaSalle Street, Suite 1850, Chicago, IL 60603				
C. Telephone: 312-447-4500 Fax: 312-447-4750 Email: lbrace(5)mercyhousing.org				
D. Name of contact person: Linda Brace				
E.JEe.der.al Emplay-erJdentifLc.atioxi_N_o(if.y.o_u.ha.v_e">http://JEe.der.al>Emplay-erJdentifLc.atioxi_N_o(if.y.o_u.ha.v_e">one):	_			
F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location of property, if applicable): Cede volume cap in the amount of \$30,000,000 to the Chicago Housing Authority to finance the rehabilitation of a currently vacant commercial building into a 181-unit multi-family development known as Sterling Park Apartments, located at 3301 W. Arthington Street, Chicago, IL 60624. G. Which City agency or department is requesting this EDS? Department of Planning and Development (DPD)				
If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:	Э			
Specification # and Contract #				
Page 1 of 13				
SECTION II - - DISCLOSURE OF OWNERSHIP INTERESTS				
A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: Person [] Publicly registered business corporation []				

File # 00044 0000 Namion 4	
File #: O2014-6860, Version: 1	
Privately held business corporation	[]
Sole proprietorship	[X]
General partnership	(Is
Limited partnership	r 1
Trust	[]
Limited liability company Limited liability pa Not-for-profit corporation	artnership Joint venture
the not-for-profit corporation also a 501(c)(3))?
[X] Yes [] No	
Other (please specify)	
2. For legal entities, the state (or foreign	n country) of incorporation or organization, if applicable: Illinois
3. For legal entities not organized in the State of Illinois as a foreign entity?	e State of Illinois: Has the organization registered to do business in the
[JNo [XJN/z	A
B. IF THE DISCLOSING PARTY IS A LE	GAL ENTITY:
profit corporations, also list below all members." For trusts, estates or other similar of the entity is a general partnership, limited joint-venturey-list below the name-and-title of	of all executive officers and all directors of the entity. NOTE: For not-for- bers, if any, which are legal entities. If there are no such members, write "no ar entities, list below the legal titleholder(s). d partnership, limited liability company, limited liability - "partn^rship-or- f each-general-partner-managing-member-,- manager or any other person or not of the Disclosing Party. NOTE: Each legal entity listed below must
Name Title	
Mercy Housing, Inc.	Sole and Managing Member
See attached Board of Directors list.	

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

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interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name Business Address Percentage Interest in the

1999 Broadway, Suite 1000

Mercy Housing, Inc. Denver, CO 80202 100%

SECTION III - BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

Disclosing Party

[] Yes [X] No

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s):

SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature o'Tthe relationship" and" the Total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary))		
[X] Check here if the	Disclosing	Party has not retained, nor expe	cts to retain, any such persons or entities.
SECTION V - CERTIFIC	CATIONS		
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
•		92-415, substantial owners of business support obligations throughout the c	es entities that contract with the City must ontract's term.
• 1	•	ectly owns 10% or more of the Disclo	osing Party been declared in arrearage on any
[] Yes [] No	[X] No person directly or indirectly Disclosing Party.	y owns 10% or more of the
If "Yes," has the person compliance with that agr		a court-approved agreement for paym	nent of all support owed and is the person in
. I] Yes[]	Nq		
B. FURTHER CERTIF	ICATIONS		
1 D M.	. 10 1 6		

1. Pursuant to Municipal Code Chapter 1-23, Article I ("Article I")(which the Applicant should consult for defined terms (e.g., "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee ofthe City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

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- 2. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.l. of this EDS:
 - a. arc not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
 - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
 - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any ofthe offenses set forth in clause B.2.b. of this Section V;
 - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
 - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
 - 3. The certifications in subparts 3, 4 and 5 concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - •-any-JL A7ffiliated-Entity" (meaning a-person- or entity that, directly or indirectly:- controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

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

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a
 public officer or employee of the City, the State of Illinois, or any agency of the federal government or
 of any state or local government in the United States of America, in that officer's or employee's official
 capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or ofthe United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Desig4iated4iationals L-ist-the-Denied-^Persons-L

 Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.
- 7. If the Disclosing Party is unable to certify to any ofthe above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

 None

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

- 8. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the execution date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). None
- 9. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$20 per recipient (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

[] is [X] is not

- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
 - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

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

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

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	word "None," or no response appear	ars on the lines above, it will be conclusively presumed
D. CERTIFICATION F	REGARDING INTEREST IN CIT	Y BUSINESS
Any words or terms that used in this Part D.	t are defined in Chapter 2-156 of t	he Municipal Code have the same meanings when
		cipal Code: Does any official or employee of the City have a any other person or entity in the Matter?
NOTE: Ifyou checked 'Part E.	"Yes" to Item D.l., proceed to Item	ns D.2. and D.3. Ifyou checked "No" to Item D.1., proceed to
employee shall have a fi purchase of any propert legal process at the suit	inancial interest in his or her own to y that (i) belongs to the City, or (ii) of the City (collectively, "City Pro	idding, or otherwise permitted, no City elected official or name or in the name of any other person or entity in the) is sold for taxes or assessments, or (iii) is sold by virtue of operty Sale"). Compensation for property taken pursuant to the al interest within the meaning of this Part D.
Does the Matter involve	e a City Property Sale?	
[] Yes	[X] No	
· · · · · · · · · · · · · · · · · · ·	'Yes" to Item D.l., provide the nan interest and identify the nature of	nes and business addresses of the City officials or such interest:
Name	Business Address	Nature of Interest
4. The Disclosing P City official or employe	•	libited financial interest in the Matter will be acquired by any
E. CERTIFICATION R	EGARDING SLAVERY ERA BU	JSINESS

Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all information required by paragraph 2. Failure to

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comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

- X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
- 2. The Disclosing Party verifies that, as a result of conducting the search in step 1 above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

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

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.l. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

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3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there

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occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.l. and A.2. above.
4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.l. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.
B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY
If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.
Is the Disclosing Party the Applicant?
[] Yes [X] No
If "Yes," answer the three questions below:
1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.) -[-]-Yes • • [] No • •
2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements? [] Yes [] No
3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause? [] Yes [] No
If you checked "No" to question 1. or 2. above, please provide an explanation:
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SECTION VII - ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at www.cityofchicago.org/Ethics http://www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all ofthe information provided on this EDS and any attachments to this EDS may be made-available to the public onthe Tnternet,-in-response to a Freedom of Information-Actrequest, or-otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

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F. 1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.

- F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F. 1., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

CERTIFICATION

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

Mercy Housing Lakefront

Tony Mastracci (Print or type name of person signing)

Vice President (Print or type title of person signing)

Signed.and sworn to before me on

at C^flCLF County, H11i-ao'i3 (state).

Commissi «PTM-fcgJ«gg^

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

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

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mercy u)l'-<\c

Mercy Housing Lakefront Mark Angelini - President 120 S. LaSalle Street, Suite 1850 Chicago, Illinois 60603 (312)447-4500 (F) 312-447-4780 www.mercyhousing http://www.mercyhousing org

Officers of the Corporation: Mark Angelini - President Tony Mastracci - Vice President John Powell - Vice President Vincent Dodds - Vice President Rhonda Hopps - Treasurer Lindsey Artola - Secretary Joseph Rosenblum - Asst. Secretary

Board Officers John Powell, Chairman Michael Borders, Vice Chairman Charlie Hoch. Vice Chairman Rhonda Hopps. Treasurer Lindsey Artola, Secretary

Standing Committees: Executive Committee

Lindsey Artola Michael Borders John K, Powell - Chairman Charlie Hoch

Mark Angelini- (MHL Staff) Rhonda Hopps

Finance Committee

Rhonda Hopps - Chairman Tony Mastracci {MHL Staff} Jack Neal

Tom Gates (Non-Board Member)

Nominating Committee

Mike Borders - Chairman Mike Clune

Mark Angelini~ fMHL Staff}" Jack Neal

Opportunities Committee

Mark Angelini - (MHL Staff) Fran Grossman Charlie Hoch Howard Natmsky Jack Neal

John Powell - Chairman

Resident Services Committee

Lindsey Artola

Charlie Hoch

Sisler Margaret Johnson

Felix Matlock - (MHL Staff)

Kurt Rogers

Kay Whitiock - Chairman

Lindsey Artola, Secretary

IlliniCare Health Plan

VP External Relations

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Westmont, Illinois 60559

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Debra I. Grand

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Asst. Marley Arcchiga -312-604-2102

marechiea(g>,pcsedu.orE

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Asst: Valerie Moore - 312-499-6786 <u>VAMoore@duanemom's com</u>

Howard Natinksy

President Natmsky Group 1460 W Chicago Ave. Chicago, Illinois 60642 (w) 312-829-2335 natinskveroup@sbcglobal.net < mailto:natinskveroup@sbcglobal.net

Jack E. Neal 309 Sterling Road Kemlworth, Illinois 60043 (w) 847-256-7868 (c) 312-804-1474 iackneal309@gmail com Winter Address 6452 N. Desert Wind Circle, Tucson, Arizona 85750

John Neuberger

1875 Hollyhock Lane Elm Grove, Wisconsin 53122 (h) 262-786-1536 (c) 414-232-6445 ineuberger@outlook.com

John K. Powell

Executive Vice President Bellwether Enterprise 230 W. Monroe St Chicago, Illinois 60606 (w)312-803-0801 ipowcll@bwecap.com <mailto:ipowcll@bwecap.com

Onjada Haggard-Richardson

Citi

Director

227 West Monroe, Suite 200 Chicago, Illinois 60606 (w) 312-384-1454 oninAi a. raggardnch3rdsoitakiti.com http://raggardnch3rdsoitakiti.com

Kurt Rogers

Carlton Apartments 4626 N Magnolia Chicago, Illinois 60640 (h)773-878-0246 (c) 224-234-1909 KurtRogers61@VBhoo.com <mailto:KurtRogers61@VBhoo.com <

Greg Salah General Manager Wallboard and Surfaces USG

550 W Adams Street Chicago, Illinois 60661 (w) 312-436-3960 (f)312-672-7732 gsalah@usg.com <mailto:gsalah@usg.com

Asst. Gina Pietrzak ~ 312-436-5339 gpietfzakTSiis'gcbm""

Kay Whitiock
Vice President
Christopher B Burke Engineering, Ltd
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(w) 847-823-0500
kwhitlock@cbbel.com <mailto:kwhitlock@cbbel.com>
Asst. Heidi Cothard - 847-823-0500
hcothard@chbel.com

7/22/2014

CITY OF CHICAGO ECONOMIC DISCLOSURE

File	#:	O2014-6860.	Version:	1
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STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

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

Inc.

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. [] the Applicant

OR

- 2. [X] a legal entity holding a direct or indirect interest in the Applicant. State the legal name of the
- 2. Applicant in which the Disclosing Party holds an interest: New Sterling Park LLC

OR

- 3. [] a legal entity with a right of control (see Section II.B.l.) State the legal name of the entity in which the Disclosing Party holds a right of control:
- B. Business address of the Disclosing Party:

Mercy Housing, Inc.

1999 Broadway, Suite 1000, Denver, CO 80202

C. Telephone: 303-830-3409 Fax:

Email: irosenblum(5)mercyhousing.org

D. Name of contact person: Joe Rosenblum

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

F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location of property, if applicable):

Cede volume cap in the amount of \$30,000,000 to the Chicago Housing Authority to finance the rehabilitation of a currently vacant commercial building into a 181-unit multi-family development known as Sterling Park Apartments, located at 3301 W. Arthington Street, Chicago, IL 60624.

G. Which City agency or department is requesting this EDS? Department of Planning and Development (DPD)

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

Specification #

and Contract #

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SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

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A. NATURE OF THE DISCLOSING PARTY 1	. Indicate the		
nature of the Disclosing Party: Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust	[] Limited liability company [] Limited liability partnership [] Joint venture [X] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [Xj Yes [] No [] Other (please specify)		
2. For legal entities, the state (or foreign cou	untry) of incorporation or organization, ifapplicable: Nebraska		
3. For legal entities not organized in the Stat Illinois as a foreign entity?	te of Illinois: Has the organization registered to do business in the State of		
X] Yes [] No	[] N/A		
B. IF THE DISCLOSING PARTY IS A LEGAL	LENTITY:		
profit corporations, also list below all members, members." For trusts, estates or other similar ent If the entity is a general partnership, limited prenture, list below the name and title of each general partnership.	executive officers and all directors of the entity. NOTE: For not-for- if any, which are legal entities. If there are no such members, write "no tities, list below the legal titleholder(s). partnership, limited liability company, limited liability partnership or joint neral partner, managing member, manager or any other person or entity Disclosing Party. NOTE: Each legal entity listed below must submit an		
Name Title See attached list.			
-	concerning each person or entity having a direct or indirect beneficial of the Disclosing Party. Examples of such an interest include shares in a or joint venture,		
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interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other

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similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.				
Name None	Disclosing Party			
SECTION III - BU	ISINESS RELATIONSHIPS WITH CIT	ΓΥ ELECTED OFFICIALS		
	ing Party had a "business relationship," al in the 12 months before the date this I	" as defined in Chapter 2-156 of the Municipal Code, with any EDS is signed?		
[] Yes	[X] No			
If yes, please ident	ify below the name(s) of such City elect	ted official(s) and describe such relationship(s):		
SECTION IV - DI	SCLOSURE OF SUBCONTRACTORS	S AND OTHER RETAINED PARTIES		
accountant, consult connection with the	tant and any other person or entity whom e Matter, as well as the nature of the rela	ess address of each subcontractor, attorney, lobbyist, in the Disclosing Party has retained or expects to retain in ationship, and the total amount of the fees paid or estimated to imployees who are paid solely through the Disclosing Party's		
of any person or er	ntity other than: (1) a not-for-profit entity any part of whose duties as an employ	to influence any legislative or administrative action on behalf cy, on an unpaid basis, or (2) himself. "Lobbyist" also means wee of another includes undertaking to influence any legislative		
	g Party is uncertain whether a disclosure whether disclosure is required or make	e is required under this Section, the Disclosing Party must		

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Name (indicate whether	Business	i Relationship to Disclosing Party	Fees (indicate whether
retained or anticipated to be retained)	Address	(subcontractor, attorney, lobbyist, etc.)	paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary [Xj Check here if the Dissection V CERTIF	sclosing Party	y has not retained, nor expects to re	etain, any such persons or entities.
A. COURT-ORDERED	CHILD SUI	PPORT COMPLIANCE	
•		92-415, substantial owners of busing support obligations throughout the	ess entities that contract with the City must contract's term.
	•	ectly owns 10% or more of the Discois court of competent jurisdiction?	closing Party been declared in arrearage on any
[]Yes [] No	[X] No person directly or indirect Disclosing Party.	ly owns 10% or more ofthe
If "Yes," has the person compliance with that agr		a court-approved agreement for pay	ment of all support owed and is the person in
[] Yes [] No		
B. FURTHER CERTIF	ICATIONS		
terms (e.g., "doing busin	ess") and leg	al requirements), if the Disclosing	which the Applicant should consult for defined Party submitting this EDS is the Applicant and is vs: (i) neither the Applicant nor any controlling

1. Pursuant to Municipal Code Chapter 1-23, Article I ("Article I")(which the Applicant should consult for defined terms (e.g., "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee ofthe City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

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2. The Disclosing Party and, ifthe Disclosing Party is a legal entity, all of those persons or entities identified in

Section II.B.l. of this EDS:

- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V;
- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 3. The certifications in subparts 3, 4 and 5 concern:
- the Disclosing Party;
- any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
- any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

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

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee ofthe City, the State of Illinois, or any agency ofthe federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.
- 7. If the Disclosing Party is unable to certify to any ofthe above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

None

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

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

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9. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, ofthe City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$20 per recipient (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. None
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

1. [] is [Xi is not

a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.

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

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

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

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

D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code: Does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

[] Yes [X] No

NOTE: Ifyou checked "Yes" to Item D.l., proceed to Items D.2. and D.3. Ifyou checked "No" to Item D.l., proceed to Part E.

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2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the City (collectively, "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain power does not constitute a financial interest within the meaning of this Part D.

Does the Matter involve a City Property Sale?

[] Yes [X] No

3. If you checked "Yes" to Item D.l., provide the names and business addresses of the City officials or employees having such interest and identify the nature of such interest:

Name Business Address Nature of Interest

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

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment lo this EDS all information required by paragraph 2. Failure to

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comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

- X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
- 2. The Disclosing Party verifies that, as a result of conducting the search in step 1 above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

SECTION VI - CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

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

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.l. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

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- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.l. and A.2. above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.l. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing	Party the	Applicant?
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[] Yes [X] No

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If "Yes," answer the three	ee questions below:			
1. Have you develor regulations? (See 41 CF)	oped and do you have on file R Part 60-2.)	affirmative action	n programs pursuant to	applicable federal
[] Yes	[] No			
•	with the Joint Reporting Committee Employment Opportunity Commiss t] No	*		*
3. Have you partici opportunity clause?	pated in any previous contracts or	subcontracts subje	ect to the equal	
[] Yes	[] No			
If you checked "No" to o	question 1. or 2. above, please prov	vide an explanation	1:	
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SECTION VII - PENALTIES, DISCLOS	- ACKNOWLEDGMENTS, SURE	CONTRACT	INCORPORATION,	COMPLIANCE,
The Disclosing Party un	derstands and agrees that:			
A. The certifications, dis	sclosures, and acknowledgments co	ontained in this EE	OS will become part of any	v contract or other

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

B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at www.cityofchicago.org/Ethics http://www.cityofchicago.org/Ethics. and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

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

- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-1 54-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

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- F. 1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.l., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

CERTIFICATION

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

Mercy Housing, Inc. (Sign here) (Print or type name of Disclosing Party)

(Print or type name of person signing)

Signed and sworn to before me on (date)>f^pVprn\oC V' A\c-

at F)envJv>.V- County, f\\^\r.r\.C\ (state).

NOTARY 10 M104011&J1 MY COMMISSION EXPIRE3 MAY 13, 20U

NOTARY P06UC STATE OF COLORADO

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[] Yes [X] No

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

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Barry Zigas AdrieiuicCrowe Barbara Kelley Bob Tetrault Brad James Carol Wetmore Jim Park Larry Dale Rich Statuto Scott Pocock' Sr. Barbara Busch Sr. Diane Hejna Sr. Linda Werriuhan Sr. Pat McDermott Sr. Rose Marie Jasinski Suzanne Swift Yvonne Camacho Leslie Wittmann

Jane Graf Bill Rumpf Carol Breslau Cheryll O'Bryan Chris Burckhardt Christy Richardson Cindy Holler Doug Shoemaker Julie Gould Melissa Clayton Michele Mamet Sharon Saxelby Steve Spears Cade Scholl Christopher Reed John Marcolina Ron Jackson Vince Dodds

Officers and Directors Mercy Housing, Inc.

Director/Chairman

Director/Vice Chairman

Director

Director Director

Director

Chief Executive Officer

Senior Vice President

Senior Vice President

Senior Vice President/President of MHM

Senior Vice President/Chief Operating Officer

Senior Vice President

Senior Vice President/Chief Administrative Officer

Senior Vice President/Chief Philanthropy Officer

Senior Vice President/Chief Financial Officer

Vice President

Vice President Vice President

Vice President/Secretary

Vice President

Membership Mercy Housing, Inc,

The Disclosing Party, has a Sponsor Council which retains certain member rights and which is composed of one representative from each of the following Sponsor Communities: (1) the Sisters of Mercy West Midwest Community, Omaha, Nebraska; (2) the Sisters of St. Joseph of Peace, Western Province, Bellevue, Washington; (3) the Sisters of St. Joseph of Orange, Orange, California; (4) the Daughters of Charity, Province of the West, Los Altos Hills, California; (5) the Sisters of Bon Secours in the United States, Inc., Marriottsville, Maryland; (6) the Sisters of Mercy South Central Community, Belmont, NC; (7) the Daughters of Charity of St. Vincent De Paul, Province of Saint Louise, acting through Daughters of Charity ministries, a Missouri nonprofit corporation and (8) the Sisters of Mercy Northeast Community, Cumberland, Rhode Island. The Sponsor Council appoints a Corporate Member Group composed of (3) three representatives from the Sponsor Communities, each of whom serves as a director of the corporation.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I - GENERAL INFORMATION

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

Inc.

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

- 1. [] the Applicant OR
- 2. (X] a legal entity holding a direct or indirect interest in the Applicant. State the legal name of the
- 2. Applicant in which the Disclosing Party holds an interest: New Sterling Park LLC OR
- 3. [] a legal entity with a right of control (see Section II.B.l.) State the legal name of the entity in which the Disclosing Party holds a right of control:
- B. Business address of the Disclosing Party: Boulevard Group, Inc.
 484 Boulevard, SE, Atlanta, GA 30312

C. Telephone: 404-622-7879 Fax: 404-622-9395 Email: ibrooksOboulevardgroun.com

 $\underline{<\! http://ibrooksOboulevardgroun.com} \!\!\!\!>$

- D. Name of contact person: James Brooks
- E. Federal Employer Identification No. (if you have one):
- F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location of property, ifapplicable):

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currently vacar located at 3301	nt commerc	mount of \$30,000,000 ial building into a 18 gton Street, Chicago lepartment is reques	81-unit r 5, IL 606	multi-family develop 524.	oment known as S of Planning and D	Sterling Pa	ark Apartment	
If the Matte following:	er is a cont	ract being handled	by the	, ,		Services,	please comple	ete the
Specification	n #			and Contract #				
Page 1 of 13								
SECTION	II -	DISCLOSURE	OF	OWNERSHIP	INTERESTS	A.	NATURE	OF
THE DISCLOS	SING PART	Y						
[] Publicly regi	stered busin	the Disclosing P [] ness corporation [X] mership [] Trust		ly held business cor	poration [] Sole p	proprietor	ship [] Genera	ıl
•	ility partner it corporation orofit corpor	ship	3))?					
2. For legal	l entities, th	e state (or foreign co	ountry) o	of incorporation or o	organization, if ap	plicable: (Georgia	
3. For legal of Illinois as a f		t organized in the St ty?	ate of Il	linois: Has the organ	nization registered	l to do bu	siness in the S	tate
[] Yes		[XI No		[] N/A				
B. IF THE DIS	CLOSING	PARTY IS A LEGA	AL ENT	ITY:				

1. List below the full names and titles of all executive officers and all directors of the entity. NOTE: For not-for-profit corporations, also list below all members, if any, which are legal entities. If there are no such members, write "no members." For trusts, estates or other similar entities, list below the legal titleholder(s).

If the entity is a general partnership, limited partnership, limited liability company, limited liability partnership or joint venture, list below the name and title of each general partner, managing member, ^anagerorany-other personor entity-to

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

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James Brooks	3	Chairman and Chief Executive Officer
interest (including owne	ership) in excess of 7.5% of the I interest in a partnership or join	ting each person or entity having a direct or indirect beneficial Disclosing Party. Examples of such an interest include shares in a tventure,
similar entity. If none, sta	ate "None." NOTE: Pursuant to	mpany, or interest of a beneficiary of a trust, estate or other Section 2-154-030 ofthe Municipal Code of Chicago ("Municipal ation from any applicant which is reasonably intended to achieve
Name James Brooks	Business Address 484 Boulevard SE/Atla	Percentage Interest in the Disclosing Party nta GA 30312 100%
SECTION III - BUSINE	SS RELATIONSHIPS WITH C	CITY ELECTED OFFICIALS
	arty had a "business relationshi	p," as defined in Chapter 2-156 of the Municipal Code, with any EDS is signed?
[]Yes	ffl No	
IC1 : 14:C-11	low the name(s) of such City al	ected official(s) and describe such relationship(s):

SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amounfoTThe fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf

File #: O2014-6860, Ve	rsion: 1		
* -	part of whos	- · · · · · · · · · · · · · · · · · · ·	asis, or (2) himself. "Lobbyist" also means udes undertaking to influence any legislative
		whether a disclosure is required under is required or make the disclosure.	this Section, the Disclosing Party must
		Page 3 of 13	
Name (indicate whether	Business	Relationship to Disclosing Party Fo	ees (indicate whether
retained or anticipated to be retained)	Address	(subcontractor, attorney, lobbyist, etc.)	paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary	r)		
[XJ Check here ifthe Di	sclosing Part	y has not retained, nor expects to retain	n, any such persons or entities. SECTION V
CERTIFICATIONS			
A. COURT-ORDERED	CHILD SUP	PORT COMPLIANCE	
-		92-415, substantial owners of business support obligations throughout the cor	entities that contract with the City must ntract's term.
	•	ectly owns 10% or more of the Disclosiois court of competent jurisdiction?	ng Party been declared in arrearage on any
[] Yes	[X] No	[] No person directly or indirectly of Disclosing Party.	wns 10% or more ofthe
If "Yes," has the person compliance with that ag		a court-approved agreement for paymer	nt of all support owed and is the person in
[] Yes	[] No		
B. FURTHER CERTIF	CATIONS		

1. Pursuant to Municipal Code Chapter 1-23, Article I ("Article I")(which the Applicant should consult for defined terms (e.g., "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

Page 4 of 13

- 2. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.l. of this EDS:
 - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
 - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
 - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any ofthe offenses set forth in clause B.2.b. of this Section V;
 - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
 - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
 - 3. The certifications in subparts 3, 4 and 5 concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Dreclosing-Partypre^

common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of

employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Page 5 of 13

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

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public
 officer or employee ofthe City, the State of Illinois, or any agency ofthe federal government or of any state or
 local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the -Debarred-fcist:
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.
 - 7. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further

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Certifications), the Disclosing Party must explain below: None

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

- 8. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the execution date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). None
- 9. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$20 per recipient (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name ofthe City recipient. None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

[] is [x] is not

a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.

-2r.-If the HDisxHosirrg-Party-J:S-a-financial irrstitutio

Party pledges:

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

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of the		predatory lender within	because it or any of its affiliates (as defined in Section 2-32-455(b) he meaning of Chapter 2-32 of the Municipal Code, explain here
		Pag	e 7 of 13
		None," or no response a fied to the above statem	ppears on the lines above, it will be conclusively presumed ents.
D. CE	ERTIFICATION REGA	RDING INTEREST IN	CITY BUSINESS
	words or terms that are of Part D.	defined in Chapter 2-156	of the Municipal Code have the same meanings when used
			Municipal Code: Does any official or employee of the City have a ne of any other person or entity in the Matter?
NOTI E.	E: Ifyou checked "Yes"	to Item D.l., proceed to	Items D.2. and D.3. Ifyou checked "No" to Item D.1., proceed to Part
purch legal	oyee shall have a finance ase of any property that process at the suit of the	ial interest in his or her (i) belongs to the City, city (collectively, "City	ive bidding, or otherwise permitted, no City elected official or own name or in the name of any other person or entity in the or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of y Property Sale"). Compensation for property taken pursuant to the nancial interest within the meaning of this Part D.
Does	the Matter involve a Ci	ty Property Sale?	
[] Yes	[X] No	
3.	If you checked "Yes"	to Item D.l., provide the	e names and business addresses ofthe City
3.	officials or employee	s having such interest an	d identify the nature of such interest:
Name	2	Business Address	Nature of Interest

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

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all infonnation required by paragraph 2. Failure to

Page 8 of 13

comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

- X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
- 2. The Disclosing Party verifies that, as a result of conducting the search in step 1 above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

SECTION VI - CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

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

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

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

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	ract, making any federally funded grant or loan, entering into any cooperative agreement, or to ew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement. Page 9 of 13
-	Party will submit an updated certification at the end of each calendar quarter in which there occurs ally affects the accuracy of the statements and information set forth in paragraphs A.l. and A.2.
Revenue Code of 1986	Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal 5; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 and will not engage in "Lobbying Activities".
substance to paragraph Disclosing Party must	ng Party is the Applicant, the Disclosing Party must obtain certifications equal in form and as A.l. through A.4. above from all subcontractors before it awards any subcontract and the maintain all such subcontractors' certifications for the duration of the Matter and must make such available to the City upon request.
B. CERTIFICATION	REGARDING EQUAL EMPLOYMENT OPPORTUNITY
	ly funded, federal regulations require the Applicant and all proposed subcontractors to submit tion with their bids or in writing at the outset of negotiations.
Is the Disclosing Party	the Applicant?
[] Yes	[X] No
If "Yes," answer the th	nree questions below:
1. Have you develop	ed and do you have on file affirmative action programs pursuant to applicable
federal regulations? (S	See 41 CFR Part 60-2.)
[] Yes	[] No
•	with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance al Employment Opportunity Commission all reports due under the applicable filing requirements?
3. Have you part	cipated in any previous contracts or subcontracts subject to the equal opportunity

Ifyou checked "No" to question 1. or 2. above, please provide an explanation:

[] No

clause?

SECTION VII - ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

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

B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at www.cityofchicago.org/Ethics http://www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all ofthe information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or othCTwiseT-ByTOTTrn^letin^ Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

F.I. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.

- F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.l. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.L, F.2. or F.3. above, an explanatory statement must be attached to this EDS.

CERTIFICATION

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

Boulevard Group, Inc

James Brooks

(Print or type name of person signing)

Chairman and Chief Executive Officer

(Print or type title of person signing)

Signed and sworn to before me^n (datej) / j/ $/P\sim Q'/$ 4^ at htlCAlb County, <HfoVy W (state).

Notary Public.

Commission expires: C^jl^jl^

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[] Yes [X] No

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

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I GENERAL INFORMATION

File	#:	O2014	-6860.	Version:	1
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A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:

STERLING PARK DEVELOPMENT. L.L.C

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. [] the Applicant

OR

- 2. [XJ a legal entity holding a direct or indirect interest in the Applicant. State the legal name of the
- 2. Applicant in which the Disclosing Party holds an interest: NEW STERLING PARK, LLC.

OR

- 3. [] a legal entity with a right of control (see Section II.B.l.) State the legal name of the entity in which the Disclosing Party holds a right of control:
- B. Business address ofthe Disclosing Party:

900 W. JACKSON 8LVD., 8TH FLOOR

CHICAGO. It 606Q7

C. Telephone: 312-738-1717 Fax: 312-738-2699 Email:HTESSLER@R0YALIHPERIAL.COM

<mailto:HTESSLER@R0YALIHPERIAL.COM>

- D. Name of contact person: MORDECAI TESSLER
- E. Federal Employer Identification No. (ifyou have one):
- F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location of property, ifapplicable):

Cede volume cap in the amount of \$30,000,000 to the Chicago Housing Authority to finance the rehabilitation of a currently vacant commercial building into a 181-unit multi-family development known as Sterling Park Apartments, located at 3301W. Arthington Street, Chicago, IL 60624.

G. Which City agency or department is requesting this EDS? Department of Planning and Development (DPD)

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

Specification #

aod Contract #

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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

File #: O2014-6860, Version: 1		
A. NATURE OF THE DISCLOSING PARTY		
Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust [X] Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify)		
2. For legal entities, the state (or foreign country) of ILLINOIS3. For legal entities not organized in the State of Ill Illinois as a foreign entity?	of incorporation or organization, if applicable: linois: Has the organization registered to do business in the State of	
[] Yes [] No	fX] N/A	
B. IF THE DISCLOSING PARTY IS A LEGAL ENTI	ITY:	
profit corporations, also list below all members, if any, members." For trusts, estates or other similar entities, li Ifthe entity is a general partnership, limited partners venture, list below the name and title of each general partnership.	tive officers and all directors of the entity. NOTE: For not-for-which are legal entities. If there are no such members, write "no ist below the legal titleholder(s). hip, limited liability company, limited liability partnership or joint artner, managing member, manager or any other person or entity sing Party. NOTE: Each legal entity listed below must submit an	
Name Title MORDECAI TESSLER DAVID TESSLER ROYAL STERLING DEVELOPMENT. LLC	MANAGER , MANAGER MANAGING MEMBER	

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

Page 2 of 13

interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name

Business Address

Percentage Interest in the Disclosing Party

ROYAL STERLING DEVELOPMENT, LLC 900 W. JACKSON BLVD. 92.87%

8TH FLOOR

CHICAGO, IL 60607

SECTION III - BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

[]Yes [yJNo

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s):

SECTION IV DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (I) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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Name (indicate whether Business Relationship to Disclosing Party Fees (indicate whether retained or anticipated to be retained)

Relationship to Disclosing Party Fees (indicate whether paid or estimated.) NOTE:

| bobyist, etc.) | "hourly rale" or "t.b.d." is not an acceptable response.

(Add sheets if necessary)

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

CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

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

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

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

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

[]Ycs (JNo

B. FURTHER CERTIFICATIONS'"

I. Pursuont to Municipal Code Chapter 1-23, Article 1 ("Article 1")(which the Applicant should consult for defined terms (e.g., "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies ns follows: (i) neither the Applicant nor any controlling person is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with Ihe City. NOTE: If Article I applies to the Applicant, the permanent compliance timeframe in Article 1 supersedes some five-year compliance timeframes in certifications 2 and 3 below.

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- 2. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.l. of this EDS:
 - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by ony federal, state or local unit of government;
 - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
 - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V;
 - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
 - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil Bction, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
 - 3. The certifications in subparts 3, 4 and 5 concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Porties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing-Party. is controlled bythe-Disclosing. Party,.orj.s, with.lhe.Djscl.osingJ^a.r.ty aj|mder.. common control of another person or entity. Indicia oT control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or stale or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity; « any responsible official offhe Disclosing Party, any Contractor or any Affiliated Entity or any other official, Bgent or employee offhe Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

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Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor nor any Agents have, during the five years before the date this EDS is signed, or, with respect to a Contractor, Bn Affiliated

Entity, or an Affiliated Entity of a Contractor during the five years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, n public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted
 or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of
 competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (I) bidrigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
 - 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists
 - 5. maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the
 - 5. Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially
 - 5. Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the
 - 5. DebarredLi st. " •
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.
- 7. If the Disclosing Party is unable to certify lo any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

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

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

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9. To the best ofthe Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution dale of this EDS, to an employee, or elected or appointed official, ofthe City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to Cily employees or to Ihe general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than S20 per recipient (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. NONE

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

- 1. The Disclosing Party certifies that the Disclosing Party (check one)
- 1. £ 3 is [X) is not
- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
 - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

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

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is n predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

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

D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code; Does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

[] Yes DO No

NOTE: Ifyou checked "Yes" to Item D.l., proceed to Items D.2. and D.3. Ifyou checked "No" to Item D.l., proceed to Part E.

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2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in (he purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit ofthe City (collectively, "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain power does not constitute a financial interest within the meaning of this Part D.

Does the Matter involve a City Property Sale?

[]Yes |X]No

3. If you checked "Yes" to Item D.I., provide the names and business addresses of the City officials or employees having such interest and identify the nature of such interest:

Name Business Address Nature of Interest

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

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either I. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all information required by paragraph 2. Failure to

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comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

- X , The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery ero (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
- 2. The Disclosing Party verifies that, as a result of conducting the search in step I above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies (hat the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

SECTION VI - CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

2.	we you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance
Progra	or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?
[]?	[] No

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

[]Ycs []No

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Ifyou checked "No" to question 1. or 2. above, please provide an explanation:

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SECTION VII - ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees thai:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will became part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at www.cityofchicauo.orc/Ethics http://www.cityofchicauo.orc/Ethics. and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the Cily may pursue any remedies under the contract or agreement (if not rescinded or void), at low, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow (he Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in (his EDS.
- E. The infonnation provided in this EDS must be kept current. In Ihe event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must

update (his EDS as the contract requires. NOTE: With respect to Matters subject lo Article 1 of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, ns required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Parly represents and warrants that:

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- F.I. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or soles taxes.
- F.2 If the Disclosing Party is the Applicant, the Disclosing Party Bnd its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.L, F.2. or F.3. above, an explanatory statement must be attached to this EDS.

CERTIFICATION

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

STERLING PARK DEVELOPMENT, L.L.C.

(Sign here)

MORDECAI TESSLER (Print or type name of person signing)

MANAGER

(Print or type title of person signing) at Du Pfat<

Signed and sworn to before me on (date) fiu&-11. &0t4

County, J'LUfJa/S (state).

OFFICIAL SEAL SANDRA L BALL Notaty Pubtte • Stale of (n My Commhticn Etplrai Mif 31. SjHS

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is lo be completed only by (a) (he Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7_t percent. It is not to be completed by any legal entity which has only an indirect ownership Interest In the Applicant.

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

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

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

[]Yes rxJNo

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

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I - GENERAL INFORMATION

- A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:
- A. ROYAL STERLING DEVELOPMENT, L.L.C.

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Check ONE of the following three boxes:					
Indicate whether the Disclosing Party submitting 1. [] the Applicant	this EDS is:				
OR 2. [X] a legal entity holding a direct or indirect 2. Applicant in which the Disclosing Party holding OR			_		
3. [] a legal entity with a right of control (see which the Disclosing Party holds a right of co	•	tate the legal name o	of the	entity in	
B. Business address of the Disclosing Party: 90	00 W. JACKSON	BLVD 8TH FLOC	OR		
	CHICAGO,	IL 60607			
C. Telephone: 312-738	-1717	I	ax:	312-738-2699	Email:
MTESSLER@R0YALIMPERIAL.COM < mailto	o:MTESSLER@R	OYALIMPERIAL.	COM>		
D. Name of contact person: MORDECAI TES	SSLER				
E. Federal Employer Identification No. (ifyou ha	ave one):				
F. Brief description of contract, transaction or of which this EDS pertains. (Include project numbe Cede volume cap in the amount of \$30,000,000 to fa currently vacant commercial building into a Apartments, located at 3301W, Arthington Street	r and location of p to the Chicago Ho 181-unit multi-far	property, ifapplicable using Authority to f mily development kn	e): inance	the rehabilitation	
G. Which City agency or department is reques			ning a	and Development (DPD)
If the Matter is a contract being handled by th complete the following:	e City's Departme	nt of Procurement S	ervice	s, please	
Specification #	and Contra	ct #			
Page 1 of 13					
SECTION II DISCLOSURE OF OWNERSHI	IP INTERESTS				
A. NATURE OF THE DISCLOSING	G PARTY 1. Indi	cate the nature of th	e Disc	closing Party:	
Person	[Xj				
Publicly registered business corporation Privately held business corporation	[]				
Sole proprietorship	[] []				

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General partnership Limited partnership		(Is
Trust	,	[]
Not-for-profit corporate	oration also a 501(c)(3))?	ership Joint venture
2. For legal entition	es, the state (or foreign cou	untry) of incorporation or organization, if applicable:
2. ILLIN	IOIS	
3. For legal entition the State of Illinois as	-	te of Illinois: Has the organization registered to do business in
[]Yes	[] No	[X] N/A
EL IF THE DISCLOS	ING PARTY IS A LEGAI	LENTITY:
-profit corporations, al write "no members." F If the entity is a gen or joint venture, list be person or entity that co	so list below all members, or trusts, estates or other si eral partnership, limited palow the name and title of e	executive officers and all directors of the entity. NOTE: For not-for if any, which are legal entities. If there are no such members, imilar entities, list below the legal titleholder(s). artnership, limited liability company, limited liability partnership each general partner, managing member, manager or any other agement of the Disclosing Party. NOTE: Each legal entity listed
Name Title		
MORDECAI TESSLE	±R	MANAGER
DAVID TESSLER		MANAGER

2. Please provide the following infonnation concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% ofthe Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

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interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar

entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the Cily may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name **Business Address** Percentage Interest in the **Disclosing Party**

HOROECAI TESSLER 900 W. JACKSON BLVD.. CHICAGO, IL 47%

DAVID TESSLER 900 W. JACKSON BLVD.. CHICAGO, IL 47%

SECTION III - BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

[]Yes [X] No

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s):

SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects lo retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Parry's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (I) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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Name (indicate whether **Business** retained or anticipated Address to be retained)

Relationship to Disclosing Party Fees (indicate whether (subcontractor, attorney, lobbyist, etc.)

paid or estimated.) NOTE: "hourly rate" or "t.b.d." is

not an acceptable response.

File #: O2014-68	860, Version:	: 1
(Add sheets if nec	cessary)	
[X] Check here	if the Disclosi	ng Party has not retained, nor expects to retain, any such persons or entities. SECTION V
CERTIFICATION	NS	
A. COURT-ORD	ERED CHILD	SUPPORT COMPLIANCE
-		on 2-92-415, substantia) owners of business entities that contract with the City must remain in our obligations throughout the contract's term.
· -		ndirectly owns 10% or more ofthe Disclosing Parly been declared in arrearage on any child is court of competent jurisdiction?
[]Yes	[8 No	[] No person directly or indirectly owns 10% or more ofthe Disclosing Party.
If "Yes," has the r compliance with t		into a court-approved agreement for payment of all support owed and is (he person in
[]Yes	[] No	
B. FURTHER C	ERTIFICATIO	NS .
(e.g., "doing busing business with the	ness") and legal City, then the I	de Chapter I -23, Article I ("Article I")(which the Applicant should consult for defined terms I requirements), ifthe Disclosing Party submitting this EDS is the Applicant and is doing Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person is h, or has admitted guilt of, or has ever been convicted of, or placed under supervision for,

I. Pursuant to Municipal Code Chapter I -23, Article I ("Article I")(which the Applicant should consult for defined terms (e.g., "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

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- 2. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.l. of this EDS:
 - a. arc not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
 - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud;

embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;

- c. arc not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V;
- d. hove not, within a five-year period preceding the date of this EDS, hod one or more public transactions (federal, state or local) terminated for cause or default; and
- e. hnve not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 3. The certifications in subparts 3,4 and 5 concern:
- the Disclosing Party;
- any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing. Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
- any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Parry, any Contractor or any Affiliated Entity (collectively "Agents").

Page 5 of 13

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

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the Cily, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).

- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (I) bidrigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33 E-4; or (3) any similar offense of any stote or of the United States of America that contains the some elements as the offense of bid-rigging or bid-rotating.
 - 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists
 - 5. maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the
 - 5. Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially
 - 5. Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the
 - 5. Debarred List. -

- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.
- 7. 1 f the Disclosing Party is unable to certify to any of the above statements in this Port B (Further Certifications), the Disclosing Party must explain below:

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

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

 NONE
- 9. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution dale of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less thBn \$20 per recipient (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.

NONE

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C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1. The Disclosing Porty certifies that the Disclosing Party (check one)

- 1. [] is DO is nol
- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
 - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

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

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

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

D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code: Docs any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

[] Yes No

NOTE: Ifyou checked "Yes" to Item D.I., proceed to Items D.2. and D.3. Ifyou checked "No" to Item D.I., proceed to Part E.

2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the City (collectively, "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain power does not constitute a financial interest within the meaning of this Part D.

Does the Matter involve a City Property Sale7

[]Yes [)JNo

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3. Ifyou checked "Yes" to Item D.l., provide the names and business addresses of the City officials or employees having such interest and identify the nature of such interest:

Nature of Interest

Business Address

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

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Name

Please check either I. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all information required by paragraph 2. Failure to

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comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

- _,X I. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
- 2. The Disclosing Parly verifies that, as a result of conducting the search in step I above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

SECTION VI - CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

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

NONE

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.l. above for his or her lobbying activities or lo pay any person or entity to influence or attempt to influence on officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

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- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.I. and A.2. above.
- 4. The Disclosing Parry certifies that cither: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.I. through A.4. above from all subcontractors before it awards any subcontract and (he Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is (he Disclosing Party the Applicant?

[]Yes [X] No

If "Yes," answer the three questions below:

1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 4.1 CFR Part 60-2.)

[JYes [JNo

- 2. Have you filed with (he Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements? [J Yes [JNo
 - 3. Have you participated in nny previous contracts or subcontracts subject to the equal opportunity clause? [J Yes [J No

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

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SECTION VII- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Parly understands that it must comply with alt statutes, ordinances, and regulations on which this EDS is based.
- B. The Cily's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at www.cilyorchicago.ore/Ethics http://www.cilyorchicago.ore/Ethics, and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies al law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the Cily's policy to make this document available to the public on its Internet site and/or upon request. Some or all ofthe information provided on this EDS and any attachments to (his EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any,possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Pracurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: with respect to Matters subject to Article 1 of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the infornation provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

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F.l. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor

are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales (axes.

- F.2 Ifthe Disclosing Party is Ihe Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by (he U.S. E.P.A. on Ihe federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or (hat the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If (he Disclosing Porly cannot certify as to any of Ihe items in F.I., F.2. or F.3. above, an explanatory statement must be attached (o this EDS.

CERTIFICATION

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

ROYAL STERLING DEVELOPMENT, L.L.C.

(Sign here)

MORDECAI TESSLER (Print or type name of person signing)

MANAGER

(Print or type title of person signing)

Signed and swom (o before mc on (date) fla^usf I). 20*4 ■

OFFICIAL SEAL SANDRA L.BAUL ttoury (Hitfc • S m at liUnoti

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

Under Municipal Code Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as ofthe date this EDS is signed, the Disclosing Party or any

"Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or hal f-sister.

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

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

[] Yes [X] No

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

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION 1- GENERAL INFORMATION

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

RBC Tax Credit Equity, LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is

1. [] the Applicant OR

- 2. K] a legal entity holding a direct or indirect interest in the Applicant. Stale the legal name of the
- 2. Applicant in which the Disclosing Party holds an interest: New Sterling Park LLC **

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OR 3. [J a legal entity with a right of contrwhich the Disclosing Party holds a right	•	B.L) State the legal nan	ne ofthe entity in	
B. Business address of the Disclosing Part	y: 500 W.	Madi\$on Street, Suite	2500	
	Chicago	. Illinois 60661		
C. Telephone:312-659-2084 Fax: appel@RBC.cQrn <mailto:elliot.fronchsl< td=""><td>312-559-1650 ein-appel@RBC.c</td><td>Email Elliot.From</td><td>nchslein-</td><td></td></mailto:elliot.fronchsl<>	312-559-1650 ein-appel@RBC.c	Email Elliot.From	nchslein-	
D. Name of contact person: Elliot Proiiflh	Eteln.Appgi			
E. Federal Employer Identification No. (if	you have out):, '			
F. Brief description of contract, transaction which this EDS pertains. (Include project in Cede volume cap lrt line amount of \$30,600,000 to commercial building into a ici-mll multi-family davated Chicago, IL 60924	number and location the Chicago Housing	on of property, ifapplicate Authority to Finance (ha reha	able).: abilitation of a currentty va	cant Sireot,
G. Which City agency or department is req (DPD)	questing this EDS?	Department of Plannir	ng and Development	
If the Matter is a Contract being handled complete the following:	d by the City's De	partment of Procuremen	nt Services, please	
Specification #	and Cor	tract #		
** It is anticipated that the Disclosing Party will acq	juire a 99.99% interes	t in the Applicant upon the c	losing of the Matter.	
v«r. 01-01-12	Page 1 of 13			
SECTION II - DISCLO	SURE OF	OWNERSHIP	INTERESTS	A.
NATURE OF THE DISCLOSING PART	Y			
 Indicate the nature of the Disclosing Particle Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust 	rty:			

Limited liability company Limited liability partnership Joint venture

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the not-for	rofit corporation -profit corporation also a 501(c)(3))? []No Other (please specify)
2, For	legal entities, the state (or foreign country) of incorporation or organization* if applicable:
Illino	ois .
	legal entities not organized in the State of Illinois: Has the organization registered to do the State of Illinois as a foreign entity?
[]Yes	[] No M N/A
B. IF THE	DISCLOSING PARTY IS A LEGAL ENTITY:
For not-for no such mo titleholder Ifthe en partnership manager o	betow the full names and titles of all executive officers and all directors of the entity. NOTE: r-profit corporations, also list below all members, if any, which are legal entities. If there are embers, write "no members." For trusts, estates or other similar entities, list below the legal (s). tity is a general partnership, limited partnership, limited liability company, limited liability or jo int venture, list below the name and title of each general partner, managing member, any other person or entity that controls the day-to-day management of the Disclosing Party. It is challenged entity listed below must submit an EDS on its own behalf.
US	A Holdco Corporation &ofe°Managing Member
Ind	ividuals listed on Attachmeht 2 ,
indirect be	use provide the following information concerning each person or entity having a direct or neficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of the terest include shares in a corporation, partnership interest in a partnership or joint venture,
	Page 2 of 13
i	
i	
1	interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name Business Address Percentage Interest in the

Disclosing Party

RBC USA Holdco Corporation 200 Vesey Street, New York, NY 10281 100% direct

Royal Bank of Canada 200 Bay Street, Toronto Ontario. Canada M5J 2J5 100% indirect

SECTION III - BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

[] Yes KJNo*

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s). »p lease see Attachment 1

SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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Name (indicate whether Business Relationship to Disclosing Party Poos (indicate whether retained or anticipated Address (subcontractor, attorney, paid or estimated,) NOTE:

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to be retained)	Ìobb	pyist, etc.)	"hourly rate" or "t.b.d." is not an acceptable response.
Nixon Peabody LLP	100 Summer Street	Attorneys \$50,000 t, b09ton	, MAU_110-S!13l (estimated)
(Add sheets if necess	sary)		
[] Check here ifthe	Disclosing Party has no	ot retained, nor exp	pects to retain, any such persons or entities
SECTION V - CERT	TFICATIONS		
A. COURT-ORDER	ED CHILD SUPPORT C	COMPLIANCE	
			f business entities that contract with the City roughout the contract's term.
• •	directly or indirectly own d support obligations by		he Disclosing Party been declared in competent jurisdiction?
[] Yes	[1 Mo (C] No pers Disclosin	•	ectly owns 10% or more of the
•	son entered into a court-ape with that agreement?	pproved agreement	for payment of all support owed and is the
[] Yes	[] No		
B. FURTHER CERT	ΓΙΓΙCATIONS		
defined terms (e.g., "d	doing business") and lega	al requirements), if t	e I")(which the Applicant should consult for he Disclosing Party submitting this EDS is sing Party certifies as follows: (i) neither the

I. Pursuant to Municipal Code Chapter 1-23, Article I ("Article I")(which the Applicant should consult for defined terms (e.g., "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

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2. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities

identified in Section U.B.I, of this EDS: Please see Attachment 1

- a. arc not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with; obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, Stale or local) with committing any of the offenses set forth in clause B,2.b. of this Section V;
- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have riot, wilhin a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 3. The certifications in subparts 3,4 and 5 concern:
- the Disclosing Party;
- any "Contractor' 1' (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control, include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal ot state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
- any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of ii responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

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

- a, bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c, made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 CLCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury Or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.
- 1. li the Disclosing Party is unable to certify to any ofthe above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

Please see Attachment 1

J

If ihe letters "NA," the word "None," or ho response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

- 8. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the execution date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). N/A
- 9. To the best ofthe Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$20 per recipient (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

- 1. The Disclosing Party certifies that the Disclosing Party (check one)
- 1. [] is ft] is hot
- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
 - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

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

Ifthe Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-^455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 ofthe Municipal Code, explain here (attach additional pages if necessary): This pledge is being made on behalf of the Disclosing Party and any affiliate (as defined in Section 2-32-4-5t>(b) ot the Chicago Municipal Code) of the Disclosing Party doing business in the United -States. To the be st^af-theJqaowledg g of the Disclosin^rty^fter-reasonable-due diligence-and-inquiry, none of its affiliates doing business in the U.S. is a predatory lender. •

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If the letters "NA," the word "None." or no response appears on the lines above, it will be

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conclusively presumed that the Disclosing Party certified to the above statements.

D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code: Does any official or employee of the City have a financial interest In his or her own name or in the name of any other person or entity in the Matter?

(•mjYcs ft No *To the best of the knowledge of the Disclosing Party, after reasonable due diligence and inquiry.

NOTE: Ifyou checked "Yes" to Item D.L, proceed to Items D.2. and D.3. Ifyou checked "No" to Item D.L, proceed to Part E.

2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or ber own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the City (collectively, "City Property Sale"). Compensation for property taken pursuant (o the City's eminent domain power does not constitute a financial interest within the meaning of this Part D.

Does the Matter involve a City Property Sale?

[] Yes M No

3. If you checked "Yes" to Item D.l., provide the names and business addresses of the City officials or employees having such-interest and identify the nature of such interest:

Name Business Address Nature of Interest

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

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment lo this EDS all information required by paragraph 2. Failure to

Page 8 of 13

comply with these disclosure requirements may make any contract entered into with the Cily in connection with the Matter voidable by the City.

- X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
- 2. The Disclosing Party verifies that, as a result of conducting the search in step 1 above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

SECTION VI - CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

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

N/A

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.L above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

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- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.l. and A.l. above.
- 4. The Disclosing Parly certifies that cither: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501 (c)(4) of the Internal Revenue Code of 3 986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A. I. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

[] Yes	[] No				
If'Yes,'- answer	the three questions below:				
•	developed and do you hans? (See 41 CFR Part 60-2.		action program	s pursuant	to applicable
[] Yes	[] No	,			
•	filed with the Joint Reporti	•			
applicable illing	-				

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

[] Yes [j No

Is the Disclosing Party the Applicant?

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

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SECTION VII - ACKNOWLEDGMENTS, CONTRACT INCORPORATION,

COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

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

B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, woTk, business, or transactions. The full text of these ordinances and a training program is available on line at www.cityofchicaeo.org/Ethics http://www.cityofchicaeo.org/Ethics. and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City, Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims Which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by Ihe City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article 1 of Chapter 1-23 Ofthe Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

Page] 1 of 13

F. 1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois
Department of Revenue, nor are the Disclosing Parly or its Affiliated Entities delinquent in paying any

fine,, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes. Please see Attachment 1.

- F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will no: use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any ofthe Hems in F.1., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

CERTIFICATION

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

RBC Tax Credit Equity, LLC

(Print^r.type nairu^of Disclosing Party) By:

(Signhek, <>,^>.

Robert E. Spanqler
(Print or type name of person signing)

President

(Print or type title of person signing)

-•/•• \ <•>

"r v^VO/

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[JYes lx]No See Attachment 1.

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

Page 13 of 13

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

ATTACHMENT!

Matter! Sterling Park Apartments

RBC Tax Credit Equity, LLC

Disclosing Party;

Date: August .2014

Section lit toaqa 31

To the best of the knowledge of the Disclosing Parry after reasonable due diligence and Inquiry, the Disclosing Party did not have any "business relationship" with any of the City elected officiate listed on Attachment 1.1 hereto. In the 12 months before the date this EDS Is signed. To the best of the knowledge of the Disclosing Party without due diligence or Inquiry whatsoever the Disclosing Party did not have any "business relationship' with any spouse of any of the City elected officials listed on Attachment, 11 hereto, or of any entity In which an official of his or her spouse has a •financial Interest," In Ihe 12 months before the date this EDS is signed.

Section V, Part B.2, (pane 5)

The Further Certifications made In this Section V, Part B.2 are being made on behalf of the Disclosing Party and Its officers and directors based on reasonable due diligence and Inquiry, to the best of the knowledge of the Disclosing Party, and with the limitations set forth below with regard to the certification contained In Section V., Part B.2.e.' AS noted In the response to Section V, Part 7 on page 6, It fa RBCs policy to maintain the highest possible standards of honeat and ethical behavior. In keeping with this objective, RBC has established a Code of Conduct that governs the actions of every employee regardless of the RBC entity for which they work and regardless of the legal Jurisdiction or location of that company. The Code of Conduct extends to every employee In every location worldwide. Any employee who falls to meet the standards set out In the Code of Conduct is subject to corrective or disciplinary action, including Immediate or eventual dismissal.

The Disclosing Party Is a subsidiary of Royal Bank of Canada f RBC"), Canada's tensest bank at measured by assets and one of North America's loading diversified financial services companies. RBC provides personal and commerciat banking, wealth management services, Insurance, corporate and investment banking, and transaction processing services directly end through Its subsidiaries on a global basis. In the United States. RBC provides personal and commercial banking, mortgage origination, Insurance, (uK-servtoe brokerage and corporate and Investment banking services through Its branches and subsidiaries. RBC and its subsidiaries and affiliatas have from lima lo time pirtto'ps led in Ihe remediation of environmental issues relating to distressed real estate collateral and other real estate In the ordinary course of lis commercial real estate lending and other sctfvStes. Due to the size and scope of RBC's activities, both In Canada and the United States and throughout the world, ft Is not possible for the Disclosing Party lo Identify all situations In the past five years in which real estate held as collateral for loans or otherwise In connection with the activities of RBC and Its subsidiaries and affiliates was affected by environmental issues. As Indicated above, however, to the best of the knowledge of the Disclosing Party, based on reasonable due diligence and inquiry, RBC and Its affifatos doing business In the United States have not. In the past five years, been found in violation of any city, state or federal environmental tew or regulation.

RBC belloves human welfare depends upon sound economic growth and ttio maintenance of a healthy environment, and has recognized that (he two are inextricably Pnked. RBC is committed to managing its businesses to promote these alms and is dedicated to responsibly managing all aspects of its business to ensure environmental is says and regulations and recognized Standards are met or exceeded. For additional Information regarding RBC's established policies regarding the environment, please refer to Mtpi/Vwww.rtJc.cam/environment/irKlexhtml http://www.rtJc.cam/environment/irKlexhtml

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Section V. Part B.7. (page 6)

The Further Certifications in this Section V., Parts B.3., 4. and 5. are being made on behalf of the Disclosing Party and. where required. Its principals and any affiliated entity doing business in the United States, based on reasonable due diligence and inquiry. RBC and its affiliates employ

more than 80.000 people Ih various business units in some 53 countries around the world and may from time to time appoint agents to act pursuant to the direction c-r authorization of a responsible official of the Disclosing Party or its affiliates in connection with the business activities of the Disclosing Party, The Disclosing Party certifies that, to the best of its knowledge, all of the statements set forth in Section V., Parts B. 3., 4. and 5. are correct with regard to such persons. As noted in the response to Section V, Part B.2 on page 5, it is RBC's policy to maintain the highest possible standards of honest and ethical behavior. In keeping with this elective, RBC has established a Code of Conduct that governs the actions of every employee regardless of the RBC entity for which Ihey work and regardless of the legal jurisdiction or location of that company, the Code of Conduct extends to every employee in every location worldwide. Any employee who fails to meet the standards set out In the Code of Conduct is subject to corrective or disciplinary action, Including Immediate or eventual dismissal.

Section VII, Pprt, fA.frWW

This certification is being made on behalf of the Disclosing Party and any maffiliate" of the Disclosing Party doing business in the United States,, based on reasonable due diligence and Inquiry, to the best of the knowledge of the Disclosing Party.

Appendix A

Tq the best of the knowledge of the Disclosing Party after reasonable due diligence and inquiry, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently does not have any "familial relationship" with any of the city elected officials listed on Attachment 11 hereto or any City department head listed on Attachment 1.2

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

ATTACHMENT 1.1

Matter; Sterling Park Apartments

Disclosing Party; RBC Tax Credit Equity. LLC

Date: August I\$.2014

Chicago City Elected Officials

Rahm Emanuel, Mayor Susana A. Mendoza, City Clerk Stephanie D. Neefy, Cfty Treasurer

- 26. Roberto Maldonado
- 27. Walter Burnett Jr.
- 28. Jason C. Ervin
- 29. Deborah Graham
- 30. Ariel E. Reboyras
- 31. Ray Suarez
- 32. Scott Waguespack
- 33. Deborah Mell
- 34. Carrie Austin
- 35. Rey Colon
- 36. Nicholas Sposato
- 37. Emma Mitts
- 38. Timothy M. Cullerton
- 39. Margaret Laurino
- 40. Patrick J, O'Connor
- 41. Mary O'Connor
- 42. Brendan Reilly
- 43. MIchele Smith
- 44. Thomas M. Tunney
- 45. John Arena
- 46. James Cappleman
- 47. Ameya Pawar
- 48. Harry Osterman
- 49. Joseph A, Moore
- 50. Debra L. Silverstein

Gift Council - Aldermen (Ward/Aldermarrt

- I Joe Moreno
- 2. Robert Fioretti
- 3. Pat Dowell
- 4. William D. Bums
- 5. Leslie Hairston
- 6. Roderick T. Sawyer
- 7. Natashia Holmes
- 8. Michelle A. Harris
- 9. Anthony Beale 10 John Pope
- II James Balcer
- 12. George A. Cardenas
- 13. Marty Cuinn
- 14. Ed Burke
- 15. Toni I. Foulkes
- 16. Joann Thompson
- 17. Latasha Thomas
- 18. Lona Lane
- 19. Matthew J. O'Shea
- 20. Willie B. Cochran
- 21. Howard 0. Brookins. Jr.
- 22. Ricardo Munoz
- 23. Michael Zalewski
- 24. Michael D. Chandler
- 25. Daniel Solis

Page 1

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

Matter Sterling Park Apartments

Disclosing Party: rbc Tax Credit Equity, LLC

Date: August \I,2014

NAME

Alfred, Sandra, Executive Director Andq, Scott, First Deputy Administrator Andolino, Rosemarie, Commissioner Bannon, Brian, Commissioner Beltrer, Stephen, CEO Bell, James A., Chairman Bennett, Ken, Director Berlin, Steven. Executive Director Berman, Brenna, CIO Boone, Michelle T., Commissioner Byrd-Bennett, Barbara. CEO Cabrera, Martin, Chairman Campbell. Julia, Director Capronl. Max, Executive Director Carmona, Tonatzin, Director Choi, Soo, Commissioner Choucair, Dr. Bechara, Commissioner Claypool, Forrest, President Cooper. Tarrah, Mayor's Press Secretary Davis, Felicia, Commissioner Davis. Felicla.lstDepty. Chief of Staff, Public Safety Deal, Joe, Chief Operating Officer Diaz, Evelyn, Commissioner Ewing, Ctothiide, Chief of Strategic Planning Ferguson, Joseph, Inspector General Gough, Lance, Executive Director Greenberg. Jack, Chair Guerra Lapacek, Maria, Commissioner Harte, Meghan, Deputy Chief of Staff Henry, Vance, Deputy Chief of Staff Hoff, Robert, Commissioner Holt, Alexandra, Budget Director Holt. Ron, Director Hyman, Cheryl, Chancellor Jackowlak. Patricia, Director Kelly Gardner, Marilynn, Presi. & CEO Kelly, Michael P.. Gen. Superintendent & CEO Khan, Faisal, Legislative Inspector General Koch, Steve, Deputy. Mayor Lavin Cabonargi, Erin, Executive Director

Department of Animal Care and Control Independent Police Review Authority Chicago Dept. of Aviation Chicago Public Library Chicago Infrastructure Trust Chicago Infrastructure Trust Mayors Office of Public Engagement Board of Ethics Department of Innovation & Technology Cultural Affairs & Special Events Chicago Public Schools Chicago Plan Cornmission Mayor's Schedule and Advance Chicago Police Board Office of New Americans Department of Human Resources Department Of Public Hearth Chicago Transit Authority Press Office Building Department Mayor's Office Mayor's Office

Dept. of Family & Support Svcs.

Mayor's Office

Inspector General's Office

Chicago Board of Election Commissioners

Metropolitan Pier & Exposition Authority

Department of BACP

Sister City Agency Operations

Community & Faith Based Initiatives

Chicago Fjre Department

Office of Budget & Mgmt,

CAPS

City Colleges of Chicago

Dept. of Administrative Hearings

Navy Pier. MPEA

Chicago Park District

Office of the Legislative Inspector General

Mavor's Office

Public Building Commission

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

Matter:

Disclosing Party: Date:

ATTACHMENT 1.2

Sterling Park Apartments

RBC Tax Credit Equity, LLC August 2014

Chicago City Department Heads

Laws, Lisa, Deputy Chief Operating Officer Mathls, Audrey, Director McCarthy, Garry F., Superintendent Merchant, Michael, Chief Executive Officer Mooney, Andrew J., Commissioner Negpon, Michael, Chief of Policy Noriega, Mona. Commissioner Patton, Stave, Corp. Counsel Peterson, Terry, Chairman Powers. P.E.. Thoma3 H., Commissioner Reilly. Jim. CEO Rendlna, Michael, Director Reynolds. David, Commissioner Rhee, Jamie, Chief Procurement Officer Rivera. Arnaldo.

Santiago, Jose A., Commissioner Scheinfeld, Rebekah, Commissioner Schenkel, Gary VV., Executive Director Schrader, Lisa, Chief of Staff Scott, Lots, Chief Financial Officer Steadman, Gregory, Commissioner Tamley, Karen, Commissioner Traubert, Bryan, President VTtale, David, President of the Board Widawskl. City Comptroller Williams, Charles, Commissioner Wolff. Paula, Chairman of the Board Young, Michelle. Director

Mayor's Office

311 City Services

Chicago Police Department

Chicago Housing Authority

City Hall, Dept. of Housing & Economic Dev.

Mayor's Office

Commission on Human Relations

Law Department

Chicago Transit Authority

Water Management, Jardine Plant

Metropolitan Pier & Exposition Authority

Office of Legislative Counsel & Govt. Affairs

Dept. of Fleet & Facilities Mgmt.

Procurement Services

Deputy Chief of Staff for Education

Chicago Fire Department

Department of Transportation

Office of Emergency Mamt & Comm.

Mayor's Office

Finance Dept.

Local Liquor Control Commission Mayor's Office for People with Disabilities Chicago Park District Board Chicago Public Schools Board Finance and Revenue Dept. of Streets & Sanitation City Colleges of Chicago Mayor's Correspondence Unit

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

ATTACHMENT 2

Matter: Sterling Park Apartments

Disclosing Party: RBC Tax Credit Equity, LLC

Date: August I¹ 2014

Executive Officers and Directors of RBC Tax Credit Equity, LLC

Officers: --

Robert E. Spangler, President and Managing Director
Anthony J. Alfieri, Managing Director - Tax Credit Investments
Craig Wagner, Managing Director - Tax Credit Investments
Ken Lohiser, Director, Tax Credit Transactions
Eugene Chiulli, Chief Financial Officer
Eric Freldman, Treasurer and Controller
Ryal Berry, Vice President, Financial Manager
Lorraine Coram, Director, Asset Management
Mirela Hadzic, Secretary
Esther Louis, Assistant Secretary
Directors:
Andrew D. Brown
Christopher P. Harriet
Robert E. Spangler
Don LePage

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I - GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this EDS. include d/b/a/ ifapplicable:

RBC USA Holdco Corporation

Check ONE of (he following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

- 1. (] the Applicant OR
- 2. fx] a legal entity holding a direct or indirect interest in the Applicant. State the legal name of the
- Applicant in which the Disclosing Parly holds an interest: New Sterling Park LLC **
 OR
- 3. [] a legal entity with a right of control (see Section U.B.I.) State the legal name of the entity in which the Disclosing Parry holds a right of control:
- B. Business address of the Disclosing Party:

200 Vesey Street

New York, New York 10281

C. Telephone: 212-428-6241 F ax; 212-428-3086 Email all93a.markovlc@rbccm.com <mailto:all93a.markovlc@rbccm.com>

- D. Name of contact person: Alissa Markovlp
- E. Federal Employer Identification No. (ifyou have one): '.
- F, Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location of property, if applicable):

Cede volume cap In the amount of S3n.OQO.000 http://S3n.OQO.000 to Ihe Chicago Housing Authority to Rnanoo the rehabilitation of a currently vacant commercial building Into a 181-unlt multi-family development known as Sterling Park Apartments, located et 3301 W. Arttitugton Street, Chicago, IL 60624

G. Which City agency or department is requesting this EDS? Department of Planning and Development (DPD)

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

Specification tf

and Contract #

Vcr. 01-01-12

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SECTION It - DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

^{**} It is anticipated that RBC Tax Credit Equity, LLC, a wholly-owned subsidiary of the Disclosing Party, will acquire a 99.99% interest in the Applicant upon the closing of the Matter.

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[] Person [] Publicly registered business corporation ^] Privately held business corporation [] Sole proprietorship [] General partnership	IJ Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))?
[] Limited partnership [] Trust	[] Yes [] No [] Other (please specify)
2. For legal entities, the state (or fore Delaware	ign country) of incorporation or organization, ifapplicable:
3. For legal entities not organized in the S business in the State of Illinois as a foreign en	State of Illinois: Has the organization registered to do ntity?
[]Ycs KINo [JN/A	
B. IF THE DISCLOSING PARTY IS A LEG	FAL ENTITY:
1. List below the full names and titles of a	all executive officers and all directors of the entity. NOTE:

1. List below the full names and titles of all executive officers and all directors of the entity. NOTE: For not-for-profit corporations, also list below all members, if any, which are legal entities. If there are no such members, write "no members." For trusts, estates or other similar entities list below the legal titleholder(s).

If the entity is a general partnership, limited partnership, limited liability company, limited liability-partnership or joint venture, list below the name and title of each general partner, managing member, manageFor any otfTeFpeFson or entity that controls the day-to-day management of the DisclosIngTarlyT NOTE: Each legal entity listed below must submit an EDS on its own behalf

Name Title A list of Executive Officers and Directors is annexed hereto as Attachment 2.

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

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interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name Business Address Percentage Interest in the

Disclosing Party

Royal Bank of Canada* 2Q0 Bay Street, Toronto Ontario. Canada M5J 2J5

100% direct

SECTION III -- BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS ts signed?

[]Yes £]No* relationship(s): #t

If yes, please identify below themme(s) of such City elected official(s) and describe such

"Please see Attachment 1

SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expecto-tajsiaicuuixome^ Matter, as well as the nature ofthe relationgJuryand the tolaL amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity\(^\) on an unpaid basis, of (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If die Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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Name (indicate whether Business Relationship to Disclosing Party Fees (indicate whether retained or anticipated Address (subcontractor, attorney, paid or estimated.) NOTE:

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to be retained)	lobbyist, etc.)	"hourly rate" or "t.b.d,"" is not an acceptable response.
(Add sheets if necessary)		
h(J Check here if die Discl	osing Party has not retained, nor expect	ts to retain, any such persons or entities.
SECTION V - CERTIFICA	ATIONS	
A. COURT-ORDERED C	HILD SUPPORT COMPLIANCE	
<u>-</u>	Section 2-92-415, substantial owners of with their child support obligations the	f business entities that contract with the City roughout the contract's term.
· -	ly or indirectly owns 10% or more ofthe ations by any Illinois court of competen	e Disclosing Party been declared in arrearage at jurisdiction?
[] Yes t] No	^] No person directly or indirectly Disclosing Party.	y owns 10% or more of the
If "Yes/' has the person ent person in compliance with		for payment of all support owed and is the
[] Yes [] No)	
B. FURTHER CERTIFICA	ATIONS	
defined terms (e.g., "doing Applicant and is doing bus Applicant nor any controlli- been convicted of, or place conspiracy to commit bribe ofthe City or any sister age	business") and legal requirements), ifth iness with the City, then the Disclosing ing person is currently indicted or charged ander supervision for, any criminal of ery, theft, fraud, forgery, perjury, dishort	nesty or deceit against an officer or employees and acknowledges that compliance with

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in certifications 2 and 3 below.

Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes

2. The Disclosine Party and, if the Disclosing Party is a legal entity, all of those persons or entities dentified

in Section II.B.l. of this EDS: Please see Attachment 1

- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state Or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B,2,b. of this Section V;
- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- c. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 3. The certifications in subparts 3, 4 and 5 concern:
- the Disclosing Party;
- any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- « any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing!⁵ arty, ITcTntroired by the DTsclosing Party, or is, with the Disclosing PartyTundljr common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
- any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

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Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor nor any Agents have, during the five years before the date this EDS is signed, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the five years

before the date of such Contractor's or Affiliated Entity's contract or engagement in connection widi the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, Or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or ofthe United States of America that contains the same elements as the offense of bid-rigging or bid-rotating,
- 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals LiBt, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.
- 7. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

Please see Attachment 1

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

- 8. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees ofthe Disclosing Party who were, at any lime during the 12-month period preceding the execution date of this EDS, an employee, or elected or appointed official, ofthe City of Chicago (if none, indicate with "N/A" or "none"), N/A
- 9. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, Or elected or appointed official, ofthe Cily of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than S20 per recipient (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. N/A

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

XJis []isnot

- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
 - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

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

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

This pledge is being made on behalf of the Disclosing Party and any affiliate (as defined in Section "2^2\tau2\tau55(rJ) oTth"e~Chicago Municipal Code) of the Disclosing Party doing Dusiness in the United Stated Tn th^ h*><tt of thf> knnwlprigg nf thft Disclosing Party, after reasonable ring diligence and inquiry, none of its affiliates doing business in the U.S. is a predatory lender.

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

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D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Pari D.

\. In accordance with Section 2-156-110 of the Municipal Code: Does any official or employee of the City have a financial interest in bis or her own name or in the name of any other person or entity in the Matter?

[] Yes j*] No *To bes* of the knowledge of the Disclosing Party, after reasonable due diligence and inquiry.

NOTE: If you checked "Yes" to Item D.l., proceed to Items D.2. and D.3. Ifyou checked "No" to Item D. 1., proceed to Part E.

2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the Cily, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the Cily (collectively, "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain power does not constitute a financial interest within the meaning of this Part D.

Does die Matter involve a City Properly Sale?

- [] Yes £} No
- 3. If you checked "Yes" to Item D.l., provide the names and business addresses of the City
- 3. officials-or-employees having-Buch4ntetest-and-iden^

Name Business Address Nnture of Interest

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

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check cither 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Parly must disclose below or in an attachment to this EDS all information required by paragraph 2. Failure to

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comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

- X]. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
- 2. The Disclosing Party verifies that, as a result of conducting the search in step 1 above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including u\b names of any and all slaves or slaveholders described in those records:

SECTION VI - CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

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

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A. 1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of nny federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

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

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	-
4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal	

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

Revenue Code of 1986 but has not engaged and will nol engage in "Lobbying Activities".

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY
If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.
Is the Disclosing Party the Applicant?
[] Yes [] No
If "Yes," answer the three questions below:
1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (Sec 41 CFR Part 60-2.) rjYes[JN°
2. Have you filed with the Joint Reporting Committee, the Director of the Office of Fedora! Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements? []Ycs []No
3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause? [JYes [JNo
Ifyou checked "No" to question 1. or 2. above, please provide an explanation:

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SECTION CONTRACT COMPLIANCE, VU ACKNOWLEDGMENTS, INCORPORATION, PENALTIES, DISCLOSURE

The Disclosing Parry understands and agrees that:

A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City

assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.

B. The City's Governmental Ethic3 and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, Work, business, or transactions. The full text of these ordinances and a training program is available on line at www.cityofchicago.org/Ethics http://www.cityofchicago.org/Ethics, and may also be obtained from the Cily's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

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

- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all ofthe information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disolosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants thai:

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- F.l. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor arc the Disclosing Party or its Affiliated Entities delinquent in paying any Fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes. Please see Attachment 1.
- F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will nol use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, tho Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and

substance to those in F.1, and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.L, F.2. or F.3. above, an explanatory statement must be attached to this EDS.

CERTIFICATION

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

Disclosing Party)

RBC USA Holdco Corporation

(Sign here)

Howard M. Sacarob

(Print or type name of person signing) Vice President

(Print or type title of person signing)

AJJSSA A. McOONOUGH Notary Public, Stato ot New Yort No.3^702993 Qualified in Mew York County C^trrunisslor, Expires May 31, 20

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

Under Municipal Code Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Parry" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head, A "familial relationship" exists if, as ofthe date this EDS is signed, d>e Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city

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department head as spouse or domestic partner or as any of the following, whether by blood or adoption; parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother pr half-sister.

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

Does the Disclosing Party or any "Applicable Party" Or any Spouse or Domestic Partner thereof currently

-hav@-a- familial-relationship-with-an^lectedc4ty-offiwl-o^

[] Yes [] No N/A

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

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATKMENT AND AFFIDAVIT

ATTACHMENT 1

Matter. Sterling

Park Apartments

Disclosing Party: RBC

USA Holdco Corporation

Date: August

(3.2014)

flection III (page 31

To the best of the knowledge of the Disclosing Party attar reasonable due diligence and Inquiry, the Disclosing Party did not have any "business relationship" with any of the City elected officials listed on Attachmentl.1 hereto, In the 12 months before the date this EDS Is signed. To Ihe best of the knowledge of the Disclosing Party without due diligence or Inquiry whatsoever the Disclosing Party did not have any "business relationship' with any spouse of any of the City elected officials listed on Attachment 1.1 hereto, or of any entity In which an official or his or her spouse has a "financial Interest,' In the 12 months before the date this EDS Is signed.

Section V. Part B.2. fpaae \$)

The Further Certifications made In this Section V. Part B.2 are being made on behalf of the Disclosing

Party and Its officers and directors based on reasonable due diligence and inquiry, to the best of the

knowledge of the Disclosing Party, and with the limitations set forth below with regard to the certification

contained In Section V., Part B.2.6. As noted In the response to Section V, Part 7 on page 6, It Is RBC's

policy to maintain the highest possible standards of honest and ethical behavior. In keeping with

objective, RBC has established a Code of Conduct that governs the actions of every employee regardless

of the RBC entity for which they work and regardless of the legal Jurisdiction or location of that company.

The Code of Conduct extends to every employee in every location worldwide. Any employee who falls to

meet the standards sat out In the Code of Conduct Is subject to corrective or disciplinary action, including

Immediate or eventual dtsrrrlssal:

The Disclosing Party is a subsidiary of Royal Bank cf Canada fRBC*), Canada's largest bank as measured by assets and one of North America's leading diversified flnanolal son/locs companies. RBC provides personal and commercial banking, wealth management services, Insurance, corporate and Investment banking, and transection processing services directly end through lis subsidiaries on a global basis. In the United states, RBC pfwWespenwnala.ndcornmerclal banking, mortgage origination. Insurance, fuftaervtce brokerage and corporate and investment banking services through Its branches end subsidiaries. RBC and ts subsidiaries and affiliates have from time to tffr* participated In the remediation of environmental Issues relating to distressed real estate coBateral and other real estate In the ordinary course of its commercial real estate lending and other activities. Duo to the 8tzo and scope of RBC's activities, both In Canada and the United States and throughout the world. It Is not possible for the Disclosing Perty to Identify all situations In the past five years In which real estate held as collateral for loans or otherwise In connection vrflh Ihe activities of RBC and its subsidiaries and affiliates was affected by environmental Issues. As indicated above, however, to the best of the knowledge of the Disclosing Party, based on reasonable due diligence and Inquiry. RBC and its aniflatoa doing business In tho United States have not, in the past five years, been found in violation of arty city, state or federal environmental law or regulation.

RBC believes human welfare depends upon sound economic growth and the maintenance of a healthy environment, and has recognized that the two are Inextricably linked. RBC it committed to managing Its businesses to promote these alms and Is dedicated to responsibly managing all aspects of It* business 10 ensure environmental laws and regulations and rocognized standards are met or exceeded. For additional Infonnation regarding RBC's established policies regarding the environment, please refer to http^AVAw.rbc.ccm/onvlronmeni/Index.html

Section V. Part B.7. (page &)

The Further Certifications In this Section V., Parts B.3., 4. and 5. are being made on behalf ofthe Disclosing Party and. where required, its principals and any affiliated entity doing business In the United States, based on reasonable due diligence and inquiry, RBC and its affiliates employ mere than 80,000 people in various business units in some 53 countries around the world and may from time to time appoint agents to act pursuant to the direction or authorization of a responsible official of the Disclosing Party or Its affiliates in connection With the business activities of the Disclosing Party. The Disclosing Party certifies that, to the best of its knowledge, all of the statements set forth in Section V., Parts B. 3-, 4. and 5. are correct with regard to such persons. As noted In the response to Section V, Part B.2 on page 5, it is RBC's policy to maintain the highest possible standards of honest and ethical behavior. In keeping with this objective, RBC has established a Code of Conduct that governs the actions of every employee regardless of the RBC entity for which they work and regardless of the legal Jurisdiction of location of that company. The Code of Conduct extends to every employee In every location worldwide. Any employee who fails to meet the standards set out in the Coda of Conduct is subject to corrective or disciplinary action, including immediate or eventual dismissal.

Section VII. Part F.1. (page 11)

This certification is being made on behalf of the Disclosing Party and any "affiliate" of the Disclosing Party doing business In the United States, based on reasonable due diligence and inquiry, to the best of the knowledge of the Disclosing Party.

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

ATTACHMENT 11

Sterling Park Apartments

Disclosing Party: Date:

RRC USA Hnlrira? Corporation

August 1^.2014

Chicago City Elected Officials

Rahm Emanuel, Mayor Susana A. Mendoza, City Clerk Stephanie D. Neely, Crty Treasurer

City Council - Alderman /Ward/Alderman^:

- 1. Joe Moreno
- 2. Robert Fioretti
- 3. Pat Dowell
- 4. William D.Burns
- 5. Leslie Hairston
- 6. Roderick T. Sawyer
- 7. Natashia Holmes
- 8. Michelle A. Harris
- 9. Anthony Beaje
- 10 John Pope
- 11 James Balcef
- 12. George A, Cardenas
- 13. Marty Quinn
- 14. Ed Burke

Jr.

- 15. Toni L Foulkes
- 16. Jo Ann Thompson
- 17. Latasha Thomas
- 18. Lona Lane
- 19. Matthew J. O'Shea
- 20. Willie B. Cochran
- 21. Howard B. Brookins,
- 22. Ricardo Munoz
- 23. Michael Zalewski
- 24. Michael D. Chandler
- 25. Daniel Solis

- 28. Roberto Maldonado
- 27, Walter Burnett, Jr.
- 28. Jason C. Ervin
- 28. Deborah Graham
- 30. Ariel E. Reboyras
- 31. Ray Suare2
- 32. Scott Waguespack
- 33. Deborah Well
- 34. Carrie Austin
- 35. Rev Colon
- 36. Nicholas Sposato
- 37. Emma Mitts ^rTimothy-Mreulleiton-
- 39. Margaret Laurino

- 40. Patrick J. O'Connor
- 41. Mary O'Connor
- 42. Brendan Reilly
- 43. Michele Smith
- 44. Thomas M. Tunney 46. John Arena
- 46. James Cappleman
- 47. Ameya Pawar
- 48. Harry Osterman
- 49. Joseph A. Moore
- 50. Debra L. Silverstein

Page 1 CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

ATTACHMENT 2

Sterling Park Apartments

RBC USA Holdco Corporation

August \3 2014

Executive Officers and Directors of RBC USA Holdco Corporation

Directors:

Blair Fleming Mark Hughes Michael Lee John G. Taft

Officer??

Blair Fleming, Chair Roger Blissett, President Howard Sacarob, Vice President Steven J. Decicco. Treasurer James-Gillespie_r Assistant-Treasurer Esther Louis, Secretary Mirela Hadzic, Assistant Secretary Eugene Chiulli, Controller Richard Chase, General Counsel

Paget

CITY OF CHICAGO ECONOMIC

DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I - GENERAL INFORMATION

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

Royal Bank of Canada

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. [] the Applicant

OR

- 2. Kl a legal entity holding a director indirect interest in the Applicant. State the legal name of the
- 2. Applicant in which the Disclosing Parly holds an interest: New Sterling Park LLC **
 OR
- 3. [] a legal entity with a right of control (see Section II.B.L) State the legal name of the entity in which the Disclosing Party holds a right of control: ,.
- B. Business address of the Disclosing Party: 200 Bay Street

Tnmntri. Ontario Cannrln M5J 2.J5

- C. <u>Telephone: (212) 428-6241 Fax: (212) 428-3086</u> <u>Bmail allssa.markovic@rbccm.cqn</u> <mailto:allssa.markovic@rbccm.cqn>
- D. Name of contact person: Alissa Markovic
- E. Federal Employer Identification No. (ifyou have one):
- P. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location of property, if applicable):

Cede volume cap In the amount ol \$30,000,000 to the Chicago Housing Authority to Finance the rahabmintlon of a currently vacant commercial building Into a iei-unit multi-family development known as Sterling Park Arjartmenis, located si 3301 W. Arthirtgion Streel. Chicago. IL 60624

G. WhiCb City agency or department is requesting this EPS? Department of Planning and Development (DPD)

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

Specification #

and Contract #

** It is anticipated that RBC Tax Credit Equity, LLC, a wholly-owned indirect subsidiary of the Disclosing Party, will acquire a 99.99% interest in the Applicant upon the closing of the Matter.

Ver. Oi-Ol-U Page 1 of 13

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File #: O2014-6860, Version: 1	

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Pa	rty:
Person	[]
Publicly registered business corporation	[]
Privately held business corporation	[]
Sole proprietorship	[]
General partnership	(Is
Limited partnership	·
Trust	K

Limited liability company Limited liability partnership Joint venture Not-for-profit corporation the not-for-profit corporation also a 501(c)(3))?

t] Yes [] No

Other (please specify)

Canadian chartered bank

- 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Canada
- 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity?

[]Yes fc]No []N/A

B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

1. List below the full names and titles of all executive officers and all directors of the entity. NOTE: For not-for-profit corporations, also list below all members, if any, which are legal entities. If there are no such members, write "no members." For trusts, estates or other similar entities, list below the legal tideholder(s).

If the entity is a general partnership, limited partnership, limited liability company, limited liability partnership or joint venture, list below the name and title of each general partner, managing member, manager or any other person or entity that controls the day-to-day management of the Disclosing Party. NOTE: Each legal entity listed below must submit an EDS on its own behalf.

Name Title A list of Executive Officers and Directors is annexed hereto as Attachments.

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2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

Page 2 of 13

interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None/ NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code¹'), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name Business Address Percentage Interest in the

Disclosing Party

Please see Attachment 1 for information regarding shareholders.

SECTION 111 - BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

[] Yes fc] No *

If yes, please identify below the namc(s) of such City elected official(s) and describe such relationship(s). »please see Attachment 1

SECTION IV DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant,, consultant and any other person or entity whom the Disclosing Parly has retained or expects lo retain in connection with the Matter, as well as the nature of the relationship,-and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through die Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action,

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_	•	n whether a disclosure is required ur er disclosure is required or make the			
	Page 3 of 13				
Name (indicate wheth retained or anticipated to be retained)		Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d," is not an acceptable response.		
(Add sheets if necessar fX) Check here if the		Party has not retained, nor exp	ects to retain, any such persons or		
entities. SECTION V	- CERTIFICAT	TIONS			
A. COURT-ORDERI	ED CHILD SUI	PPORT COMPLIANCE			
-		92-415, substantial owners of business child support ohligations throughout	ess entities that contract with the City ut the contract's term:		
• •	•	ectly owns 10% or more ofthe Discl ny Illinois court of competent jurisd	osing Party been declared in arrearage iction?		
[] Yes [No person directly or indirectly ow Disclosing Party.	ns 10% or more of the		
If "Yes," has the person person in compliance		a court-approved agreement for pay ment?	ment of all support owed and is the		
[] Yes [] No				
B. FURTHER CERT	IFICATIONS				

1. Pursuant to Municipal Code Chapter I -23, Article I ("Article I")(which the Applicant should consult for defined terms (e.g., "doing business") and legal requirements), ifthe Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or

conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee ofthe City or any sister agency; and (il) the Applicant understands and acknowledges that compliance with Article 1 is a continuing requirement for doing business with the City. NOTE: If Article 1 applies to the Applicant, the permanent compliance timeframe in Article 1 supersedes some five-year compliance timeframes in certifications 2 and 3 below.

Page 4 of 13

- 2. The Disclosing Party and, ifthe Disclosing Party is a legal entity, all of those persons or entities identified in Section H.B. 1. of this EDS: Please see Attachment 1
 - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
 - b. have not, within a five-year period preceding the date 6f this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
 - c. arc not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V;
 - d. have not, within a five-yeaT period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
 - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 3. The certifications in subparts 3, 4 and 5 concern:

«the Disclosing Party;

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

official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of die Disclosing Party, any Contractor or any Affiliated Enlity (collectively "Agents").

Page 5 of 13

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of cither the Disclosing Parly or any Contractor nor any Agents have, during die five years before the date this EDS is signed, or, with respect to a Contractor, an Affiliated Enlity, or an Affiliated Entity of a Contractor during the five years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with die Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or empjoyee of the City, the State of Illinois, or any agency of the federal government or of any slate or local government in the United States of America, in lhal officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a, or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of stale or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affiliated Enlity is listed on any of the following lists maintained by the Office of Foreign Assets Control of U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors; the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.
- 7. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

Please see Attachment 1

Page 6 of 13

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

- 8. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any lime during the 12-month period preceding the execution date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). N/A
- 9. To the best ofthe Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in *he course of official City business and having a retail value of less than \$20 per recipient (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name ofthe City recipient. N/A

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Party (check one) £]is []

isnol

- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
 - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

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

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary): This pledge is being made on behalf of the Disclosing Parry and any affiliate (as defined in Section ^323"55"(b) of the Chicago Municipal uode) of the Disclosing Party doing business in the United

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Stated Tn rhA hpst nf the knnwlprigp nf thfr nigHnsing Party after reasonable rhifr Hiligftnr:i=> and inquiry, none of its affiliates doing business in the U.S. is a predatory lender.

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

D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that arc defined In Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. Lrt accordance with Section 2-156-110 of die Municipal Code: Docs any official or employee of die City have a financial interest in his or her own name or in the name of any other person or entity In the Matter?

NOTE: Ifyou checked "Yes" to Item D,1., proceed to Items D.2. and D.3. Ifyou checked "No" to Item D.1., proceed to Part E.

2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the City (collectively, "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain power does not constitute a financial interest within the meaning of this Part D.

Does the Matter involve a City Property Sale?

[] Yes W No

3. Ifyou checked "Yes" to Item D.l., provide the names and business addresses of the City officials or employees having such interest and identify the nature of such interest:

Name Business Address Nature of Interest

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

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either 1. or 2. below. If the Disclosing Party checks 2.. the Disclosing Party must disclose below or in an attachment to this EDS all information required by paragraph 2. Failure to

Page 8 of 13

comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

- X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records,
- 2. The Disclosing Party verifies that, as a result of conducting the search in step 1 above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

SECTION VI - CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

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

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.l. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making nny federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

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- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A, 1. and A.2. above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501 (c)(4) of die Internal Revenue Codo of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.l. through A.4. above from all subcontractors before it awards any subcontract arid the Disclosing Party must maintain all such subcontractors' certifications for the duration of Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclo	sing Party the Applicant?				
[]Yes	[] No				
If "Yes," ans	wer the three questions below	v:			
	ou developed and do you lations? (See 41 CFR Part 60- U-No		action programs	pursuant	Lo applicable
Compliance	you filed with the Joint Repo Programs, or the Equal Emploing requirements? [] No	,			
	you participated in any previous previo	ous contracts or subcontra	acts subject to the		
If you check	ed "No" to question 1. or 2. a	bove, please provide an e	explanation:		

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SECTION VII- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action With respect to die Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at www.citvofchicago.org/Ethics http://www.citvofchicago.org/Ethics. and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete ot inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or itt equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City, Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available, t&the.public on the Internet, in response to a Freedom of Information Act requestor otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter, If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires, NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the infonnation provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

- F.L The Disclosing Parly is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any line, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes Please see Attachment 1.
- If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parlies List System O'EPLS") maintained by the U. S. General Services Administration.
- If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any F.3 contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.1., F.2. or F.3, above, an explanatory statement must be attached to this EDS.

CERTIFICATION

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

(SignJiere). Howard M. Sacarob*

Royal Batik of Canada (Print or type

name^Dis^Iosing Party)

(Print of signing) Vice type name person

President

(Print or type title of person signing)

Signed and swom to before me on (date)

/-,..... New York "New York

Commission expires: *Please see Attachment 2.1

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[] Yes [] No N/A

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

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

ATTACHMENT 1

Matter: Sterling Park Apartments

Disclosing Party: Royal Bank of Canada

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Ausust /3 2014

Section II. Part $P(^2)$ (way?)

Section II. Part Pace (way?)

The shares of trie Disclosing Party trace on the Toronto Stock Exchange and the New York Stock Exchange. The Disclosing Party's records reflect that two entitles hold In excess of 7.5% of the voting securities of the Disclosing Party. The first record holder of such voting securities is CDS & CO, which acts as a nominee for the Canadian Depository for Securities Limited ("CDS"). The second holder Is CEDE & CO,, which acta as a nominee for the Depository Trust Company ("DTC"). it Is the Disclosing Party's understanding that no client or client accounts of CDS or CEDE & CO, participants own In excess of 20% of the voting securities of the Disclosing Party due to Canada's Bank Act restrictions on voting. The Bank Act states that no person and no entity controlled by any person may cast votes in respect of any shares beneficially owned by the person or entity that represent, in the aggregate, more than 20% of the 'eligible votes." Each year the Disclosing Party obtains Declaration of any 6hares beneficially owned by the person or entity that represent, In the aggregate, more than 20% of the "eligible votea." Each year Che Disclosing Party obtains Declaration of Ownership forms from CDS participants. These Declaration of Ownership forms Indicate whether to the knowledge of the participant any person owns more than 10% of the voting securities of the Disclosing Party. To date, based on these declarations, no CDS participant owns more man 10% of the voting securities of the Disclosing Party or contravenes the Bank Act restrictions. Declarations of ownership forms are nol obtained from DTC participants, Because DTC and CEDE & CO. do not publicly disclose the percentages of ownership of securities held on behalf of Individual participants, It fe Impossible to determine whether one or more DTC participants own 10% or more but less than 20% ofthe voting securities of the Disclosing Party, no single person or entity owns 7.5% or more of the voting securities of the Disclosing Party, no single

Section III tpage

To the best of the knowledge of the Disclosing Party after reasonable due diligence and inquiry, the Disclosing Party did not have any "business relationship" with any of the City elected officials listed on Attachment 1.1 hereto, In the 12 months before the date this EDS is signed. To the bast of the knowledge of the Disclosing Party without due diligence or Inquiry whatsoever lie Disclosing Party did not have any "business relationship" with any spouse of any of the City elected officials listed on Attachment 1.1 hereto, or of any entity In which an official or his or her spouse has a financial Interest "in the 12 months before the date this EDS Is signed." financial Interest," in the 12 months before the date this EDS Is signed.

Section V. Part B.2. fpaoe 6)

The Further Certifications made In this Section V. Part B.2. are being made on betiatf of the Disclosing Party and its officers end directors based on reasonable due diligence and Inquiry, to the best of the knowledge of the Disclosing Party, and with the limitations set forth below with regard to the certification

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contained in Section V., Part B.2.e. As noted to the response to Section V, Part 7 on pafle fl, It la the policy of the Disclosing Party to maintain the highest possible standards of honest end ethical behavior. In keeping with this objective, the Disclosing Party has established b Code of Conduct that governs the aotlona of every employee regardless of tie Disclosing Party's entity for which they work and regardless of the legal jurisdiction or location of that company. The Code of Conduct extends to every employee In every location worldwide. Any employee who falls to meet the standards set out In the Code of Conduct Is subject to corrective or disciplinary action, Including Immediate or eventual dismissal.

taction V. Part B.7.(paae6l

The Further Certifications In this Section V., Parts B.3., 4. and 5. are being made on behalf of tha Disclosing Party and, where required, Its principals and any affiliated entity doing business In the United States, based on reasonable due diligence and Inquiry. The Disclosing Party and its affiliates employ mora than 80,000 people In various business units In some 53 countries around the world and may from time to time appoint agents to act pursuant to the direction or authorization of a responsible official of tha Disclosing Parry or Its affiliates In connection with the business activities of the Disclosing Party. The Disclosing Party certifies that, to the best of Its knowledge, all of the statements set forth In Section V., Parts B.3., 4. and 6. are correct with regard to such persons. As noted in the response to Section V. Part B.2 on page 5. It Is tha policy of the Disclosing Party to maintain the highest possible standards of honest and ethical behavior. In keeping with this objective, the Disclosing Party has established a Code of Conduct that governs the actions of every employee regardless of the entity for which they work and regardless of tha legal Jurisdiction or location of that company, The Code of Conduct extends to every employee In every looatton worldwide. Any employee who falls to meet the standards sat out In the Code of Conduct Is subject to corrective or disciplinary action, Including immediate or eventual dlsmlBsal.

Section 7. Part F.I. (page 111

This certification Is being made on behalf of the Disclosing Party and any "affillata" of the Disclosing Party doing business in the United States, based on reasonable due diligence and Inquiry, to the best of the knowledge of the Disclosing Party.

The DISdosInj-Pqrtyra Canadian-chattered bank, la Canada'* largest bank as rncasuredby assets, end toons of North America'* leading diversified financial serytoes companies. Tho Disclosing Party provides personal and commercial banking, wealth management services, Insurance, corporate and Investment banking, and tranaection processing service* directly end through Ha subsidiaries on a global basis, the United States, the Disclosing Party provides personal and commercial banking, mortgage origination, Insurance, full-service brokerage and corporate and Investment banking services through Its branches and subsidiaries. The Dbetoalng Party and Its subsidiaries and affiliates have from tine to time participated in the remediation of environmental banes relating to distressed real estate collateral and other real estate In the ordinary course of Ks commercial real estate lending and other activtiloa. One to the size and scope of the Disclosing Partys activities, both In Canada and the United States and thfoughout the world. It Is not possible for the Disclosing Party to Identify nil situations In the past five years In which real estate held as collateral for loans or otherwise In connection with Be activities was affected by environmental Issues. As Indicated above, however, to the best of the knowledge ofthe Disclosing Party, based on reasonable due diligence and Inquiry, the Disclosing Party and Its affiliates doing business in the United States have not In tho past five years, been found In violation of any city, stale or federfil environmental low or regulation. Tho Disclosing Party believes human welfare doponds upon sound oconomic growth and lhe maintenance of a healthy environment, and has recognized thai (he two are Inextricably linked.

The Disclosing Party la committed to managing he businesses to promote these alms and is dedicated to responsibly managing all aspects of Its business to ensure environmental laws end regulations and recognized standards are met or exceeded. For additional information regarding the DtsctasIng Part/a established policies regarding the environment, please refer to r%:/r>ww,rbc.com/en^ronment/Index.html,

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

ATTACHMENT 11

Sterling Park Apartments

<u>Disclosing Party;</u> Royal Bank of Canada 2Q14

11

Chicago City Elected Officials

Rahm Emanuel, Mayor Susana A. Mendoza, City Clerk Stephanie □. Neely, City Treasurer

ftity Council - Aldermen (Ward/Alderman):

1. 2. 3. 4. 5. 6. 7.

8.

9. 10

10 11

Joe Moreno Robert Fioretti Pat Dowell William D. Bums Leslie Hairston Roderick T, Sawyer Natashia Holmes Michelle A Harris Anthony Beale John Pope James Bateer

16. 17. 18. 19.

12. George A. Cardenas

13. Marty Quinn

14.Ed.Byrke...

15. Toni L. Foulkes JoAnn Thompson Latssha Thome3 Lona Lane Matthew J. O'Shea

20. Willie B. Cochran

21. Howard B. Brookins, Jr,

22. Ricardo Munoz

23. Michael Zalewski

24. Michael D. Chandler

25. Daniel Solis

26. Roberto Maldonado

27. Walter Burnett, Jr.

28. Jason G. Ervin

29. Deborah Graham

30. Artel E. Reboyras

31. Ray Suarez

32. Scott Waguespack

33. Deborah Mell 34- Carrie Austin

35. Rey Colon

36. Nicholas Sposato

37. Emma Mitts

38: Timothy M. Gullerton

39. Margaret Laurino

40. Patrick J, O'Connor

41. Mary O'Connor

42. Brendan Reilly

43. Michele Smith

44. Thomas M. Tunney

45. John Arena

46. James Cappleman

47. Ameya Pawar

48. Harry Osterman

49. Joseph A. Moore

50. Debra L Silverstein

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

ATTACHMENT 2

Matter Sterling Perk Apartments

Disclosing Party- Royal Bank of Canada

Date: August \% 2014

Executive Officers and Directors of Royal Bank of Canada Executive Officers:

David I. McKay, President and Chief Executive Officer
Janice Fukakusa, Chief Administrative Officer and Chief Financial Officer
M. George Lewis. Group Head, Wealth Management & RBC Insurance
Jennifer Tory, Group Head, Personal & Commercial Banking
A. Douglas McGregor.Group Head, Capital Markets & Investor Treasury
Services
Mark R. Hughes, Chief Risk Officer
Zabeen Hirji, Chief Human Resources Officer
Bruce W. Ross, Group Head, Technology and Operations

Directors:

W. Geoffrey Bealtie David Francis Depison, F.CA Richard Lee George Timothy J. Hearn Alice D. Laberge' Michael H. McCain Heather Anne Munroe-Blum Gordon M. Nixon

J. Pedro Reinhard Thomas A. Renyi Edward Sonshine Kathleen P. Taylor, Chairman of the Board Bridget Anne van Kralingen Victor L. Young

Page 1

POWER OF ATTORNEY

KNOW ALL PERSONS that Royal Bank of Canada, a Canadian chartered bank under end governed by the provisions of the Bank Act, being S.C. 1991, c.46. as amended ("Royai Bank"), pursuant to a Resolution of the Board of Director passed on November 30, 2007, as amended, which authorizes any two of trie Chief Executive Officer, the President, the Chief Operating Officer, a Group Head, the Chief Financial Officer, the Chief Risk Officer, a Senior Executive Vice-President, an Executive Vice-President, a Senior Vice-President, a Regional President, a Vice-President or any other duly appointed officer of Royal Bank in office from time to time, or any one thereof acting together with the Secretary or the Assistant Secretary of royal Bank from time to time in office, to slg n and deliver without the seal of Royal Bank being necessary a Power of Attorney from Royal Bank appointing the person or persons from time to time named in any such Power of Attorney, each the true and lawful attorney, by these presents makes, constitutes and appoints Walter R. Borek, Howard M. Sacarob and Roger A. BUbsbW, or any of them acting individually, its true and lawful attorneys-in-fact, (on condition that such powers not be further delegated or Included In any power of attorney Issued by such lawful attorney) for and on Royal Bank's behalf and In the name of Royal Bank to sign and deliver, without the corporate seal of Royal Bank being required, the City of Chicago Economic Disclosure Statement and Affidavit, as may be required from time to time in connection with contemplated transactions between the City of Chicago, State of Illinois, United States, and Royal Bank's whollyowned indirect United States subsidiaries.

Royal Bank hereby ratifies and confirms each and every act that its said attorneys-in-fact shall lawfully do or cause to be done by virtue hereof,

This Power of Attorney shall remain in full force and effect indefinitely but shall be subject to revocation at any time by written notice given to the said attorneys-in-fact.

tN WITNESS WHEREOF these presents subscribed by DAVID ALLGOOD, Executive Vice President and General Counsel of Royal Bank of Canada and by THEODORE J. TOMKOWIAK, Senior Vice-President. Taxation of Royal Bank of Canada.

Theodore J. Tomkowiak Senior Vice-President, Taxation

SIGNED AND SWORN to before me on this jj day of Ic-hri. M>j , 2012. by DavkJ R. Allgood and Theodore J, Tomkowiak in Toronto, Ontario, Canada.

sScavSs ftr Roysr BanXot CBra&ajriteWfflsMato. bplresMiy 23.2014. NotaryPublic Commission Expires:

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