

Office of the City Clerk

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

Legislation Text

File #: O2022-2997, Version: 1		
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LORI E. LIGHTFOOT	MAYOR	
OFFICE OF THE MAYOR	CITY OF CHICAGO	
September 21, 2022		

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

Ladies and Gentlemen:

At the request of the Commissioner of Housing, I transmit herewith ordinances authorizing the issuance of multifamily loan or grant funds for the 1201 North California Avenue development project.

Your favorable consideration of these ordinances will be appreciated.

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

WHEREAS, DOH has preliminarily reviewed and approved the making of a loan to 1201 N. California 9Pct HHDC, LP, an Illinois limited partnership (the "9% Borrower"); the sole general partner of which is 1201 N. California 9Pct GP, LLC, an Illinois limited liability company (the "9% General Partner"), and the sole member of the 9% General Partner is Hispanic Housing Development Corporation, an Illinois not for profit corporation ("Hispanic Housing"); and

WHEREAS, as described in Exhibit A, the 9% Borrower and a separate entity, 1201 N. California 4Pct HHDC, LP, an Illinois limited partnership (the "4% Owner") will acquire from Hispanic Housing the currently vacant real property commonly known as 1203 N. California Avenue, Chicago, Illinois (the "Property"), and the 9% Borrower and 4% Owner will thereafter submit the Property to the requirements of the Illinois Condominium Property Act, 765 ILCS Section 605/1 et. seq., thereby creating the 1203 California Condominium pursuant to a Declaration of Condominium Ownership and of Easements, Restrictions, Covenants and By-Laws for 1203 California Condominiums or comparable document (the "Condominium Declaration"); and

WHEREAS, the 1203 California Condominium creates three units within the forthcoming 9-story mixed -use building to be constructed and located on the Property: (i) unit 1, which is an approximately 3,221 square feet space that will be operated as commercial retail and will be located on the building's first floor ("Unit 1" or the "Commercial Unit"); (ii) unit 2, which will consist of 31 residential units for rental to low-income, very low-income and extremely low-income persons and families and 1 manager's unit, all of which will be located on floors 2 through 5 ofthe building (the "Unit 2"); and (iii) unit 3, which will consist of 32 residential units for rental to low-income, very low-income and extremely low-income persons and families and will be located on floors 6 through 9 of the building ("Unit 3"); and

WHEREAS, pursuant to the Condominium Declaration, the 9% Borrower will exclusively own Unit 1 and its undivided interest in the common elements and Unit 3 and its undivided interest in the common elements (collectively, the "9% Project"), and the 4% Owner will exclusively own Unit 2 and its undivided interests in the common elements (the "4% Project"); and

WHEREAS, pursuant to an ordinance adopted on October 27, 2021, and published at pages 40213-40503 of the Journal of the Proceedings of the City Council of such date, the City

Council authorized the issuance of general obligation bonds in one or more series, in an aggregate principal amount not to exceed \$660,000,000 for the Chicago Recovery Plan to finance the costs of the Recovery Purposes (as defined therein); and

WHEREAS, DOH has preliminarily reviewed and approved the making of a loan to the 9% Borrower in an amount not to exceed \$2,900,000 (the "Loan"), which will be funded from Multi-Family Program Funds or Chicago Recovery Plan funds pursuant to the terms and conditions set forth in Exhibit A attached hereto and made a part hereof, which Loan proceeds will be used exclusively for the 9% Project and which Loan will be secured by a mortgage lien exclusively encumbering the 9% Project, among other security as further described in Exhibit A; and

WHEREAS, DOH intends to make a separate loan to the 4% Owner for the 4% Project pursuant to a separate Ordinance, provided that the Loan to the 9% Project will not be cross-collateralized or cross-defaulted with the separate loan that DOH will make to the 4% Owner for the 4% Project; and

WHEREAS, the 9% Borrower, as landlord, may enter into a master lease for the Commercial Unit with Hispanic Housing, as tenant, or such other entity deemed acceptable to DOH's Commissioner (the "Commissioner"), as part ofthe 9% Project described on Exhibit A (the "9% Commercial Unit Master Lease"); now, therefore,

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

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

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

SECTION 3. Section 2-44-080 of the Municipal Code of Chicago (the "Municipal Code") shall not apply to the Project or the Property, as hereinafter defined in Exhibit A.

SECTION 4. The Mayor, the Chief Financial Officer, the City Clerk, the DOH Officer and the other officers of the City are authorized to execute and deliver on behalf of the City such other documents, agreements and certificates and to do such other things consistent with the terms of this ordinance as such officers and employees shall deem necessary or appropriate in order to effectuate the intent and purposes of this ordinance.

SECTION 5. To the extent that any ordinance, resolution, rule, order, or provision of 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 6. This ordinance shall be effective as of the date of its passage and approval.

EXHIBIT A

LOAN AND ADDITIONAL FINANCING TERMS

BORROWER: 1201 N. California 9Pct HHDC, LP, an Illinois limited partnership (the "9%

Borrower"); the sole general partner of which is 1201 N. California 9Pct GP, LLC, an Illinois limited liability company (the "9% General Partner"), and the sole member of the 9% General Partner is Hispanic Housing Development Corporation, an Illinois not for

profit corporation ("Hispanic Housing")

PROJECT: The Project shall consist of (i) the creation of the 1203 California

Condominium pursuant to the Condominium Declaration upon the vacant real property commonly known as 1203 N. California Avenue, Chicago, Illinois (the "Property"), (ii) the construction and development of Unit 1 and Unit 3 ofthe 1203 California Condominium, which are part ofthe nine-story mixed use building that will be constructed on the Property, and (iii) the ownership by the 9% Borrower of Unit 1 and Unit 3 and each unit's undivided interests in the common elements of the 1203 California Condominium (collectively, the "9% Project"). More specifically, Unit 1 consists of an approximately 3,221 square feet commercial retail space on the first floor of the building and Unit 3 consists of 32 one-bedroom, two-bedroom and three-bedroom residential units for rental to persons and families of low-income, very low-income and extremely low-income that will be located on floors six through nine ofthe building.

(Unit 2 ofthe 1203 California Condominium, which will contain 31 one-bedroom, two-bedroom and three-bedroom residential units for rental to persons and families of low-income, very low-income and extremely low-income and 1 manager's unit, all of which will be located on floors two through five of the building, will be separately owned by 1201 N. California 4Pct HHDC, LP. Unit 2 ofthe 1203 California Condominium is not part of this 9% Project.)

LOAN: Source: Multi-Family Program Funds or Chicago Recovery Plan funds

loaned by the City Amount: Not to

exceed \$2,900,000

Term: Not to exceed 40 years or such lesser term acceptable to the

Commissioner

Interest: Not to exceed three percent (3%) per annum or such other

interest rate (not to exceed 15% per annum) acceptable to the Commissioner

Security: Non-recourse loan; junior mortgage on Unit 3 of the 9% Project (including the

undivided interests in the common elements) (the "City Mortgage"); the Loan and City Mortgage will not be cross-collateralized or cross-defaulted with any

separate financing for Unit 2

Repayment: Balloon payment upon maturity

ADDITIONAL FINANCING:

1. Amount: Not to exceed \$13,000,000 or such other amount to which the

Commissioner may consent (the "Senior Loan")

Term: Not to exceed 30 months (including a 6-month extension option) or such other term acceptable to the Commissioner Source: Merchants

Bank of Indiana or its affiliate ("Merchants Bank") or

such other entity as may be acceptable to the Commissioner Interest:

Variable; initial rate at closing will not exceed ten percent (10%)

percent per annum or an interest rate acceptable to the

Commissioner

Security: Mortgage senior to the lien of the City Mortgage (the "Senior Mortgage"), and such other security as may be acceptable to the Commissioner.

Conversion or Refinance to

Permanent: A portion of the Senior Loan is expected to be repaid upon its maturity, in part,

with the proceeds of a forthcoming permanent loan to be made to the 9% Borrower in the approximate amount of \$3,500,000 (the "Permanent Loan") and in part with proceeds of the investor limited partner's equity contributions. When made, the Permanent Loan is expected to have a term not to exceed 35 years, an amortization schedule not to exceed 35 years, and a fixed interest rate not to exceed ten percent (10%), or such other terms as may be acceptable to the Commissioner. The permanent lender will be Merchants Bank, or other lender acceptable to the Commissioner. The Permanent Loan may be a HUD-insured loan through the HUD Section 223(f) insured mortgage loan or comparable lending program. The Permanent Loan will be secured by a non-recourse mortgage (the "Permanent Mortgage") prior and superior to the City Mortgage. The subordination of the City Mortgage may be evidenced by a subordination agreement approved by HUD and acceptable to the Commissioner.

2. Amount: Not to exceed \$1,700,000 or such other amount to which the

Commissioner may consent (the "Junior Loan")

Term: Not to exceed 42 years or such other term acceptable to the

Commissioner

Source: Hispanic Housing, which is expected to receive a grant from the Illinois Housing

Development Authority ("IHDA") from the Illinois COVID-19 Affordable Housing

Grant Program in an amount not to exceed \$1,700,000, or other source

acceptable to the Commissioner

Interest: Fixed, not to exceed five percent (5%) percent per annum, or such interest rate

acceptable to the Commissioner

Security: Recourse Mortgage junior to the lien of the City Mortgage (the

"Junior Mortgage") and such other security as may be acceptable to the

Commissioner.

Amount: Not to exceed \$150,000 or such other amount to which the Commissioner may consent (the

"Second Junior Loan")

Term: Not to exceed 42 years or such other term acceptable to the

Commissioner

Source: Hispanic Housing, which is expected to receive a grant from Commonwealth Edison Company

and Nicor Gas Company through the ComEd Energy Efficiency Program, or other source

acceptable to the Commissioner

Interest: Fixed, not to exceed five percent (5%) percent per annum or such interest rate acceptable to the

Commissioner

Security: Recourse Mortgage junior to the lien of the City Mortgage (the "Second Junior Mortgage") and

such other security as may be acceptable to the Commissioner. With the Commissioner's approval, the Second Junior Loan may be combined with the Junior Loan, and secured solely

by the Junior Mortgage

Low-Income Housing Tax Credit ("LIHTC")

Proceeds:

Approximately \$13,600,000 or such other amount to which the Commissioner may consent, to be provided by the LIHTC investor to the 9% Borrower, all or a portion of which may be paid in on a delayed basis, and used, among other purposes, to retire all or a portion of the Senior Loan Source:

To be derived from the syndication of approximately \$1,500,000 annual LIHTC from IHDA

Amount: Source: \$100 9% General Partner

1201 N. California

ir' .

9 PCT HHDC, LP

02022-2297

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I - GENERAL INFORM ATION

A. Legal name of the Disclosing Parly submitting this EDS. Include d/b/a/ if applicable: 1201 N. California 9Pet HHDC, LP

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

- 1. H the Applicant
 - OR
- 2. [] a legal entity currently holding, or anticipated to hold within six months after City action on
- 2. the contract, transaction or other undertaking to which this EDS pertains (referred to below as the
- 2. "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal
- 2. name:

OR

3. [J a legal entity with a direct or indirect right of control of the Applicant (see Section II('B)(1 i) State the legal name of the entity in which the Disclosing Party holds a right of control:

d n • r,i rv i • d , 325 N Wells Street, 8th Floor

B. Business address of the Disclosing Parly:

Chicago IL 60654-7024

C. Telephone: 312-602-6500 _{Fax}. 312-602-6530 Email:

C. spoiTas@hhdevcoip.com <mailto:spoiTas@hhdevcoip.com>_r. .,

Stephen M. Porras

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D. Name of contact	person:		·
E. Federal Employe	r Identification No. (i	if you have one); ^	
applicable).	ki-fami!y funds for ne	nich this EDS pertains. (Include pr	oject number and location of property, if be located at 1203 N.
^ wi ∎ i /-•< Cj. which City agenc	j * y or department is re	.i ■ L'nco Department of questing this hub '	of Housing _~
Ifthe Matter is a cofollowing:	ontract being handle	ed by the City's Department of Pro	ocurement Services, please complete the
Specification #		_ and Contract # '	
SECTION II - DIS	CLOSURE OF OW	NERSHIP INTERESTS	
A. NATURE OF TH	HE DISCLOSING PA	ARTY	
J Publicly registered	ature of tlie Disclosin I business corporation ted partnership f I Tı	[) Privately held business corporation	on [] Sole proprietorship [] General
	artnership	, , , , , ,	
For legal entities	s, the state (or foreign	country) of incorporation or organiz	ation, if applicable: ILLINOIS
3. For legal entities r of Illinois as a foreig	_	State of Illinois: Has the organization	registered to do business in the State
] Yes	f No	[X] Organized in Illinois	
D. IE THE DIGGLO		LEGAL ENTERY	

B. IF THE DISCI OS1NG PARTY IS A LEGAL ENTITY:

1. List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any. which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated paity; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint

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	eral partner, managing men -day management ofthe Ap	nber, manager or any other person or legal en plicant.	tity that directly or indirectly
NOTE: Each 'legal	entity listed below must su	abmit an EDS on its own behalf.	
Name Title			
1201 N. California	9Pcl GP. LLC	Genera! Partner	
prospective (i.e. wi Applicant. Example	thin 6 months after City act	oncerning each person or legal entity having a tion) beneficial interest (including ownership de shares in a corporation, partnership interes) in excess of 7.5% of the
Page 2 of 15			
•		eficiary of a trust, estate or other similar entiterequired to submit an EDS on its own behalf	•
Hispanic Housing Development Corporal It is anticipated that the 99.99% Limited	g Development Corporation, 3 ration, 325 N Wells St., 8th Fl Merchants Bank of Indiana, o	olls St., 8th Floor, Chicago. IL 60645 325 N. Wells St 8th Floor, Chicago, IL 60645 door, Chicago, IL 60645 or an affiliate, located at 410 Monon Blvd., 5th Feant upon closing of the project's financing that is	0.01% (GP) 99.99% (LP)* Hispanic Housing Fl., Carmel. IN 46032 will acquire
SECTION III I	NCOME OR COMPENS	SATION TO, OR OWNERSHIP BY, C IT	Y ELECTED OFFICIALS
Has the Disclosing	g Party provided any incom	e or compensation to any City elected officia	l during the
12-month period p	receding the date of this EI	DS?] Yes]	No
Does the Disclosin	g Party reasonably expect t	to provide any income or compensation to an	y City
elected official dur	ring the 12-month period fo	ollowing the date of this EDS? [] Yes	f} No
If "yes" to either of or compensation:	the above, please identify b	below the name(s) of such City elected officia	al(s) and describe such income
official's spouse or		of the Disclosing Party's knowledge after reason annual interest (as defined in Chapter 2-156	
[Yes	[?q No		

If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(sVdomestic partner(s) and

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describe the financial interest(s).

SECTION IV - DISCLOSURE OE SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156). accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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Name (indicate whether retained or anticipated to be retained)

Relationship to Disclosing Party

(subcontractor, attorney, lobbyist, etc.)

Relationship to Disclosing Party

Fees (indicate whether paid or estimated.) NOTE:

"hourly rate" or "t.b.d." is not an acceptable response. RubinBrown,

225 W. Wacker Dr. Ste. 1700, Chicago, IL 60606 Accountant S35.000

Applegate & Thome-Thomsen, 425 S. Financial Place, Ste. '900, Chicago, II. 60605 Attorney \$250,000 Pappageorge Haymes Partners, 640 N. LaSalle, Ste. 400, Chicago, It. 60654 Architect, \$500,000

(Add sheets if necessary)

J Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities.

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

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

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

[J Yes f "i No [X] 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?

I]Yes []No

B. FURTHER CERTIFICATIONS

1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement

Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes-and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

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- 3. The Disclosing Party and. if the Disclosing Party is a legal entity, all of those persons or entities identified in Section U(B')<T) 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. during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery: falsification or destruction of records: making false statements; or receiving stolen property;
- c. are not presently indicted for. or criminally or civilly charged by. a governmental entity (federal, slate or local) with committing any ofthe offenses set forth in subparagraph (b) above:
- d. have not. during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS. been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or b\ Lhe federal government, any state, or any other-unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV. "Disclosure of Subcontractors and Other Retained Parties",):
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Parly, 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; o any responsible official ofthe Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee ofthe Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official ofthe 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 5 years before the dale of this EDS. or. with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract, or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee ofthe City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5) (Debannent Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33 E-3: (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or ofthe United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Parly nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23. Article I for applicability and defined terms | of the .Applicant is currently indicted or charged with, or has admitted guilt of. or has ever been convicted of or placed under supervision for any criminal offense involving actual, at tempted, 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 MCC Chapter 1 -23. Article I applies to the Applicant, that Article's permanent

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compliance timeframe superse	des 5-year compliance timeframes in this Section V.
=	Y") The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to ag an active exclusion by the U.S. EPA on the federal System for Award Management
connection with the Matter cer	[7] The Applicant will obtain from any contractors/subcontractors hired or to be hired in tifications equal in form and substance to those in Certifications (2) and (9) above and will consent of the City, use any such
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contractor/subcontractor that provided or cannot provide tr	does not provide such certifications or that the Applicant has reason to believe has not uthful certifications.
11. If the Disclosing Parry is Disclosing Party must explain	unable to certify to any of the above statements in this Part B (Further Certifications), the below:
\o\;-	

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

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

[j is [x] is not

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a "financial institution" as defined in MCC Section 2-32-455(b).
2. Ifthe Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is. and none, of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss ofthe privilege of doing business with the City."
Page 7 of 15
If lhe Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in MCC Section 2-32-455(b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach additional pages if necessary):
\lor A
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

D. CERTIFICATION REGARDING FINANCIAL INTEREST IN CITY BUSINESS

Any words or terms defined in MCC Chapter 2-156 have the same meanings if used in this Part D.

1. In accordance with MCC Section 2-156-1 10: To the best of the Disclosing Party's knowledge after reasonable inquiry, does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

[1 Yes f XJ No

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

2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit ofthe City (collectively. "City Property Sate"). 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 Saie?

[] Yes [] No

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

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Name	Business Address	Nature of Financial Interest
4. The Disclosing P official or employee	•	ed financial interest in the Matter will be acquired by any City
Page 8 of 15		
E. CERTIFICATIO	ON REGARDING SLAVERY ERA B	USINESS
an attachment to thi	is EDS all information required by (2)	Part)' checks (2), the Disclosing Party must disclose below or in 1. Failure to comply with these disclosure requirements may on with the Matter voidable by the City.
and any and all pred policies during the s	decessor entities regarding records of	ParLy has searched any and all records of the Disclosing Party investments or profits from slavery or slaveholder insurance ies issued to slaveholders that provided coverage for damage to ty has found no such records.
found records of inv	vestments or profits from slavery or slitutes full disclosure of all such record	nducting the search in step (1) above, the Disclosing Parly has aveholder insurance policies. The Disclosing Party verifies that ds, including the names of any and all slaves or slaveholders
SECTION VI CE	ERTIFICATIONS FOR FEDERAL	I V FUNDED MATTEDS
NOTE: Ifthe Matter	is federally funded, complete this Sec	ction VI. Ifthe Matter is not federally funded, proceed to Section b> the City and proceeds of debt obligations of the City are not
A. CERTIFICATIO	N REGARDING LOBBYING	
	-	tered under the federal Lobbying Disclosure Act of 1995, as the Disclosing Party with respect to the Matter: (Add sheets if
NO\T:		

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph .4(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 Vcr2018-i Page¹) of 15

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

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and infonnation set forth in paragraphs A(l) and A (2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain ail 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? Ix] Yes ' | J No

If "Yes," answer the three questions below:

1. Have you developed and do you nave on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)

f] Yes [X| 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 [1 No [>] Reports not required

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

[J Yes '[XJNo

If you checked "No'1 lo question (1) or (2) abo\e, please provide an explanation:

The Disclosing Party is a single purpose entity created solely to develop, own, and operate the property commonly known as 120? N California Avenue and a.? such it has no operations or employees.

Yir'2?/WS-!

"PageTl") o:"15

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND C ERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknow ledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement. City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance. MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at v\vvw.citvofchicaao.org/1 Ithics. and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500. Chicago, 11, 60610. (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at. law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon
- D. request. Some or all of the informalion provided in, and appended to. this EDS may be made publicly
- D. available on the Internet, in response to a Freedom of Information Act request, or otherwise. By-
- D. completing and signing this E1DS, the Disclosing Party waives and releases any possible rights cr
- D. claims which it may have against Lhe City in connection with the public release of information
- D. contained in this EDS and also authorizes the City to verify the accuracy of any information submitted
- D. in this EDS.

E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-2.3, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the infonnation provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1 -23 and Section 2-154-020.

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CERTIFICATION

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

1201 N. California 9Pct HI IDC, LP

(Print or type name of person signing)

Executive Vice President & Chief Operating Officer of Hispanic Housing Development Corporation, the sole member of 1201 N. California 9Pct GP, LLC. the sole general partner of the Disclosing Party.

(Print or type title of person signing)

Signed and sworn to before me on (date)

at CoCounty, $X\$ (state).

5U.

Notary Public

Commission expires:



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CITV OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS W ITH ELECTED CI I V OFFICIALS AND DEPARTMENT HEADS

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

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

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

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a 'familial relationship" with an elected city official or department head⁰

[] Yes	* No
	1,0

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 APPENDIX B

В	UILDING CODE SC	OFFLAV V V PROBLEM LANDLORD CERTIFICATION	
	ding 7.5% (an "Owne	a) the Applicant, and (b) any legal entity which has a direct ownership in er"). It is not to be completed by any legal entity which has only an indirect or the completed by any legal entity which has only an indirect or the complete of t	
1. Pursuant to MCC S landlord pursuant to M		the Applicant or any Owner identified as a building code scofflaw or pro?	oblem
[]Yes	f No		
* *		traded on any exchange, is any officer or director of the Applicant iden lord pursuant to MCC Section 2-92-416?	itified
[(Yes	[J]	No ; ^ The Applicant is not publicly traded on any exchange.	
•	•	below the name of each person or legal entity identified as a building cost of each building or buildings to which the pertinent code violations ap	
1 11 1			



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CITY OF C HIC AGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, 1 hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary-history from current or former employers. T also certify that the Applicant has adopted a policy that includes those prohibitions.

[1 Ves
I" I No
[] N/A -1 am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385. This
certification shall serve as the affidavit required by MCC Section 2-92-385(c)(I). If you checked i-no'
to the above, please explain.

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1201 N. California 9Pct GP, LLC

02022-2997

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I - GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this FDS. Include d/b/a" if applicable: 1201 N. California 9Pct GP, LLC

Check ONE of the following three boxes:

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

Indicate whether the Disclosing Party submitting thin 1. [] the Applicant OR	s EDS is:
2. [a legal entity currently holding, or anticipa2. the contract, transaction or other undertaking	ted to hold within six months after City action on to which this EDS pertains (referred to below as the ss of 7.5% in the Applicant. Stale the Applicant's legal
3. >f a legal entity with a direct or indirect rigname of the entity in which the Disclosing Party hold 120! N. California 9Pet HHDC. LP	ght of control of the Applicant (see Section $I1(R)(1)$) State the legal is a right of control:
B. Business address ofthe Disclosing Party:	325 N. Wells Street. 8th Floor Chicago. IL 60654-7024 ■
C. I elephone: Fax:	312-602-6500 312-602-6530
Stephen M. Porras D. Name or contact person: ^ spor rasi'aih hde vc orp. c om Email: ""	

F. Brief description of the Matter to which this EDS pertains. (Include project number and location of property, if

applicable):

C.

r· x D.

Authorization of multi-family funds for new construction affordable housing to be located at 1203 N California. Chicago. II.. f>0<i22

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G. Which City agency or department is requesting this EDS? Department of Housing

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

Specification f?

and Contract U

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SECTION 11 - DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing I Person

 $\label{lem:composition} \ J\ Publicly\ registered\ business\ corporation\]\ Sole\ proprietorship\ J\ General\ partnership\ j\ Limited\ partnership\]\ Trust$

Party:

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

2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable:

ILLINOIS

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

B. IF THE DISCLOSING PARTY IS A LEGA1. ENTIT Y:

1. List below the full names and titles, if applicable, of: (i) all executive officers and al! directors of the entity: (ii) for not-for-profit corporations, all members, if any. which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party: (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant.

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

Name Title

Hispanic Housing Development Corporation Managing Member

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prospective (i.e. within	6 months after City action) benefit such an interest include shares	each person or legal entity having a deficial interest (including ownership) in a corporation, partnership interest in	n excess of 7.5% ofthe	
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	•	of a trust, estate or other similar entity. to submit an EDS on its own behalf.	If none, stale "None."	
Name	Business Address	Percentage Interest in the	Applicant	
Has the Disclosing Pa		FO. OR OWNERSHIP BY, CITY E pensation to any City elected official of		
Does the Disclosing Party reasonably expect to provide any income or compensation to any City-elected official during the 12-month period following the date of this EDS? [I Yes $^{}$ [XjNo				
II* "yes" to either ofth income or compensation		ne name(s) of such City elected officia	l(s) and describe such	
official's spouse or dor		losing Party's knowledge after reasonanterest (as defined in Chapter 2-156 of MNo		
If "yes." please identidescribe the financial i		City elected official's) and/or spouse	! sVdornestic partner(s) and	

SEC TION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PAR TIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156). accountant, consultant and any other person or entity whom the Disclosing Party has retained or

expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)

Relationship to Disclosing Party retained or anticipated to be retained)

Relationship to Disclosing Party retained, Subcontractor, attorney, lobbyist, etc.)

Iobbyist, etc.)

Relationship to Disclosing Party retained, NOTE: "hourly rate" or "t.b.d." is not an acceptable response.

(Add sheets if necessary)

| >j Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities.

SECTION V - CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

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

I las 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?

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

[J Yes r | No

B. FURTHER CERTIFICATIONS

- 1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this FDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source

of indebtedness owed to the City of Chicago, including, but not limited to. water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

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- 3. The Disclosing Party and, ifthe Disclosing Party is a legal entity, all of those persons or entities identified in Section 11(B)(1) 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, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a . public transaction: a violation of federal or state antitrust statutes; fraud; embezzlement; theft: forgery; bribery: falsification or destruction of records; making false statements; or receiving stolen property;
- c. arc not presently indicted for, or criminally or civiliy charged by. a governmental entity (federal, state or local) with committing any ofthe offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default: and
- e. have not. during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-1 56 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
- ⁰ 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 ofthe Disclosing Party, any Contractor or any Affiliated Entity or any-other official, agent or employee ofthe Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official ofthe 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 Parly or any Contractor, nor any Agents have, during the 5 years before the date of this EDS. or. with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee ofthe 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 that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise: or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)("5) (Debarment Regulations): or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (T) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4. or (3) any similar offense of any state or ofthe United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, Stale, or T reasury, or any successor federal agency.
- S. [I OR APPLICANT" ONLY | (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23. Article I for applicability and defined terms] ofthe Applicant is currently indicted or charged with, or has admitted guilt of. or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonestv or deceit against an officer or employee ofthe City or any "sister agency"; and (iii the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOT E: If MCC Chapter 1 -23. Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. | FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has no: prov ided or cannot provide truthful certifications.

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

\0\:\t

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

12. To the best ofthe Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees ofthe Disclosing Party who were, at any time during the 12-month period preceding the dale of this LIDS, an employee, or elected or appointed official, ofthe Cits of Chicago (if none, indicate with "N/A" or "none'1).

NONK

13. 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 FDS. to an employee, or elected or appointed official, ofthe City of Chicago. For puiposes of this statement, a "gift" does not include: (i) anything made generally a\ ailable to Citv employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate wiih "N 'A" or "none"). As lo any gift listed below, please also list the name ofthe City recipient.

C. CURT! I 'CATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Party (check one)
I | is |X| is not

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

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

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

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	,	because it or any of its affiliates (as defined in MCC Section 2-32-of MCC Chapter 2-32, explain here (attach additional pages if
	the word "None," or no response ap Disclosing Party certified to the abo	opears on the lines above, it will be conclusively ove statements.
D. CERTIFICATIO	ON REGARDING FINANCIAL IN	ITEREST IN CITY BUSINESS
Any words or terms	s defined in MCC Chapter 2-156 ha	ave the same meanings if used in this Part D.
	employee of the City have a finance	e best of the Disclosing Party's knowledge after reasonable inquiry, ial interest in his or her own name or in the name of any other
I I Yes	[M No	
NOTE: If you check D(2) and D(3) and p	* / · *	Items D(2) and D(3). If you checked "No" to Item D(1), skip Items
shall have a financia property that (i) bel suit of the City (coll	al interest in his or her own name o ongs to the City, or (ii) is sold for to	dding, or otherwise permitted, no City elected official or employee r in the name of any other person or entity in the purchase of any axes or assessments, or (iii) is sold by virtue of legal process at the mpensation for property taken pursuant to the City's eminent within the meaning of this Part D.
Does the Matter inv	volve a City Property Sale?	
[]Yes	[] No	
•	"Yes" to Item D(1), provide the al interest and identify the nature of	names and business addresses of the City officials or employees fthe financial interest:
Name	Business Address	Nature of Financial Interest

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

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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 (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

- 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
- 2. The Disclosing Party verifies that, as a result of conducting the search in step (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 ol debt obligations of the City are not federal funding.

A. CERTIFICAT ION REGARDING LOBBYING

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

NON F.

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds lo payany person or entity listed in paragraph A(l') above for his or her lobby ing activities or to pay any person or entity to influence or attempt lo influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.201 8-i

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

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs an}- event that materially affects the accuracy of the statements and infonnation set forth in paragraphs A(1) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing Part	y the Applicant?	
[] Yes	'. ["XJ No	
If "Yes," answer the t	three questions bel	ow:
1. Have you develop (See 41 CFR Part 60-2	•	ve on file affirmative action programs pursuant to applicable federal regulations
[]Yes	[1 No	
-	_	ting Committee, the Director of the Office of Federal Contract Compliance opportunity Commission all reports due under the applicable filing requirements?
[] Yes	j No	[j Reports not required
3. Have you participal clause?	ated in any previo	us contracts or subcontracts subject to the equal opportunity
[] Yes	I I No	
If you checked "No" l	o question (!) or (2) above, please provide an explanation.

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SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFIC ATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in rhis 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 materia! inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156. imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at w.citvofchicaoo.om/Elhics">http://w. Chitquid in the City's Board of Ethics. 740 N. Sedgwick St.. Suite 500, Chicago. IL 60610, (3 12) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law. or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of trebie damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all ofthe information provided in, and appended to this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

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CERTIFICATION

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

1201 N. California 9Pct GP. LLC (Sign here)

Laura Selby

(Print or typcy/xact legal name- j^f Djsdfis'mg Party)

(Print or type name of person signing)

Executive Vice President & Chief Operating Officer of Hispanic Housing Development Corporation, the sole member of the Disclosing Party.

(Print or type title of person signing)

Signed and sworn lo before me on (date) $\ ^{-} \ |\ ^{-} \ |$ gl.Q'-) $^{\wedge}$,

at. QpoV- County. XlUOOt S (state).

cX+

Notary Phojic

Commission expires: $V^{\circ} \circ ^{\circ} ^{\circ} \circ ^{\circ}$

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AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section Il.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; al! 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 1.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

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

f] Yes [j 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 electee city of ficial or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

File #: O2022-2997, Version: 1			
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BUILDING CODE SCOFFLAW7PROBLEM LANDLORD CERTIFICATION

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

1. Pursuant to MCC Section 2-154-010. is the Applicant or any Owner identified as a building code scofflaw or proble landlord pursuant to MCC Section 2-92-416?			
	f]Yes	[] No	
2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applicant ident as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?			
	[JYes	[No	(] The Applicant is not publicly traded on any exchange.
3.	If yes to (T j or (2) abov	e, please identify bel	low the name of each person or legal entity identified as a building code

scofflaw or problem landlord and the address of each building or buildings to which the pertinent code violations apply.

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

File #: O2022-2997, Version: 1
This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (ww\v.am 1 ega 1.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.
On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, 1 hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(l) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.
[] Yes
[]No
[] N/A - I am not. an Applicant that is a "contractor" as defined in MCC Section 2-92-385. This certification
shall serve as the affidavit required by MCC Section 2-92-385(c)(T). If you checked "no" to the above, please
explain.
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Hispanic Housing Development Corporation

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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: Hispanic Housing **Development Corporation**

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS	is:
---	-----

- 1. [] the Applicant.
- 2. [^J a legal entity currently holding, or anticipated to hold within six months after City action on
- 2. the contract, transaction or other undertaking to which this EDS pertains (referred to below as the
- 2. "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal
- 1201 N. California 9Pet IT1IDC.LP 2. name:
- 3. [] a legal entity with a direct or indirect right of control of the Applicant (see Section !i(B)(',)) Suite the legal name of the entity in which the Disclosing Party holds a right of control:
- 325 N Wells Street. 8th Floor $_{riU}$ rv i • r>.
- B. Business address of the Disclosing Parly:

Chicago IL 60654-7024

- C. Telephone: 12-602-6500 Fax; 312-602-6530 sporras {^hhdevcorp.com <http://vcorp.com>
- Stephen M. Porras D. Name ol contact person:
- E. Federal Employer Identification No. (if you have one):
- F. Brief description of the Matter to which this EDS pertains. (Include project number and location of property, ii"applicable):

Authorization of multi-family tunds for new construction affordable housing to be located at I 203 N California. Ohicaao. II-60622

G. Which City agency or department is requesting this EDS?

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Ifthe Matter is a contract be following:	eing handled by the City's I	Department of Procureme	ent Services,	please complete	the
Specification # J	and Contr	ract-?			
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- DISCLOSURE OF OWNE	RSHIP INTERESTS				
A. NAT URE OF THE DISC	LOSING PARTY				
		1. Iı	ndicate the nat	ure of the Disclo	sing

[] Person
[J Publicly registered business corporation
[J Privately held business corporation
[J Sole proprietorship
[J General partnership
[J Limited partnership
] Trust
Partv:

I .imited liability company
[| Limited liability partnership
[J Joint venture
[X] Not-for-profit corporation
(Is the not-for-profit corporation also a 501(c)(3))?

W Ves f JNo [| Other (please specify)

2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable:

Illinois

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

[-^ Organized in Illinois

B. IF THE DISCLOSING PARTY IS A LEGAL EN THY:

1. List below the full names and titles, if applicable, of: (i) all executive officers and all directors'of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant.

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

Name Title No members which are legal entities

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See attached list of Ho President .mind COO	ard of Director? The c\ceuti\c officers are: Mr l	Hipolito Roldan, President & CCO. and Ms. Laura Seiby Executive Vice
prospective (i.e. was Applicant. Example	ithin 6 months after City action) benefic	ach person or legal entity having a direct or indirect, current or icial interest (including ownership) in excess of 7.5% of the a corporation, partnership interest in a partnership or joint
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limiled liability co	ompany, or interest of a beneficiary of a	a trust, estate or other similar entity. If none, state "None."
NOTE: Each legal	l entity listed below may be required to	submit an EDS on its own behalf
Name	Business Address	Percentage Interest in the Applicant
		O, OR OWNERSHIP BY, CITY ELECTED OFFICIALS ensation to any City elected official during the
12-month period j	preceding the date of this EDSV	[] Yes fx] No
	ing Party reasonably expect to provi th period following the date of this ED	ride any income or compensation to any City elected official S ? [] Yes $_{rx}$ -
If "yes" to either o or compensation:	fthe above, please identify below the n	name(s) of such City elected officialfs) and describe such income
inquiry, any City e		osing Patty's know ledge after reasonable rtner, have a financial interest (as defined in ")) in the Disclosing Party?
If "yes." please ic describe the finance	•	tity elected officials) and/or spousc(s.i. domestic panner(s) and

SECTION IV - DISCLOSE RE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-1 56), accountant, consultant and any other person or entity whom the Disclosing Party has retained or

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

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

Relationship to Disclosing Party 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 expects to retain, any such persons or entities.

SECTION V - CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

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

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

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

[]Yes [JNo

B. FURTHER CERTIFICATIONS

1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS. neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below| has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee. tax or other source of indebtedness owed to the City of Chicago, including, but not limited to. water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the pay ment of any tax administered by the Illinois Department of Revenue

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section 11 (B)(1) of this FDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government:
- b. have not, during the 5 years before the date of this FDS. been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting lo obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery: bribery: falsification or destruction of records; making false statements: or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any ofthe offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during, the 5 years before the date of this EDS. been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - ° any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity thai, 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 5 years before the date of this FDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the. Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee ofthe City, the 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 lo any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in VICC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5) (Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5-'33E-3: (2) bid-rotating in violation of 720 ILCS 5/33 E-4; or (3) any similar offense of any state or ofthe United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce. Stale, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT' ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] ofthe Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee ofthe City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article 1 is a continuing requirement for doing business with the City. NOTE- If MC'C Chapter 1 -23. Article 1 applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY| The Applicant and its Affiliated Entities will not use. nor permit their subcontractors to use. any facility listed as having an active exclusion by the U.S EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will

not, u ithout the prior written consent of the City, use any .such

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

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

NONE

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

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

NONL

1.3. 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 \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name ofthe City recipient.

V. .'V.

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

[] is (*| is not

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

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

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1 IIC #. 02022-2997	, version. 1	
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	, , ,	rause it or any of its affiliates (as defined in MCC Section 2-32-MCC Chapter 2-32, explain here (attach additional pages if
N/A		
	the word "None," or no response appe Disclosing Party certified to the above	ears on the lines above, it will be conclusively statements.
D. CERTIFICATION	ON REGARDING FINANCIAL INTI	EREST IN CITY BUSINESS
Any words or term	s defined in MCC Chapter 2-156 have	the same meanings if used in this Part D.
	employee of the City have a financial	best ofthe Disclosing Party's knowledge after reasonable inquiry, interest in his or her own name or in the name of any other
[J Yes	[X] No	
NOTE: If you chec D(2) and D(3) and	· · ·	ems D(2) and D(3). If you checked "No" to Item D(l j, skip Items
shall have a financi property that (i) bel suit ofthe City (coll	al interest in his or her own name or in ongs to the City, or (ii) is sold for taxe	ing, or otherwise permitted, no City elected official or employee in the name of any other person or entity in the purchase of any es or assessments, or (iii) is sold by virtue of legal process at the pensation for property taken pursuant to the City's eminent min the meaning of this Part D.
Does the Matter inv	volve a City Property Sale?	
[j Yes	[] No	
-	"Yes" to Item D(l), provide the namal interest and identify the nature ofther	nes and business addresses of the City officials or employees e financial interest:
Name	Business Address	Nature of Financial Interest

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

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Li. CERTIF1CA ITON 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 informalion required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

- ^x 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage lo 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 Parly has found records ol"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: H" the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI. tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.

A. CERTIFICATION REGARDING LOBBYING

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

\ONE

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence, or attempt to influence an officer or employee of any agency; as defined by applicable federal law. a member of Congress, an officer or employee of Congress, or an employee Ver.20 IS-!

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

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(l) and A (2) above.
- 4. The Disclosing Parly certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids cr 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.)

[J Yes [j 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 al! reports due under the applicable filing requirements?

[j Yes [J No I I Reports not required]

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

I J Yes ' | JNo

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

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SECTION VII -

- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become pan of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156. imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.citvoi'chicauo.orti/Ethies http://www.citvoi'chicauo.orti/Ethies, and may also be obtained from the City's Board of Ethics, 740 M. Sedgwick St., Suite 500, Chicago. IL 60610, (3 12) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or he. void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Parly lo participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or ail ofthe information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a freedom of Infonnation 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 infonnation submitted in this EDS.
- E. The information prov ided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept, current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

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CERTIFICATION

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

Hispanic Housing Development Corporation (Print or

tyjyryxact legal nan_y of Disclosing Party) By:

1\$ign here) Laura Selby

(Print or type name of person signing)

Executive Vice President & Chief Operating Officer of Hispanic Housing Development Corporation, the sole member of 1201 N. California 9Pct GP. LLC, the sole general partner of the Applicant.

(Print or type title of person signing)

Signed and sworn to before me on (date)

Notary Public Commission expires: Q°T>\l.SJl^S

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APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

Under MCC Section 2-154-015. the Disclosing Parly 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.T.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party. if the Disclosing Party is a limited partnership: all managers, managing members and members of the Disclosing Party, if the Disclosing Party'is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

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

If yes, please identify below (T) the name and title of such person. (2) the name ofthe legal entity to which such person is connected; (3) the name and title ofthe 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 APPENDIX B

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BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

Pursuant to MCC Sectional pursuant lo MCC S		Applicant or any Owner identified as a building code scofflaw or problem
[] Yes	[X] No	
11	• •	ed on any exchange, is any officer or director of the Applicant identified pursuant to MCC Section 2-92-416?
[J Yes	[J No	[X] The Applicant is not publicly traded on any exchange.
• • • • • • • • • • • • • • • • • • • •	•	w the name of each person or legal entity identified as a building code each building or buildings to which the pertinent code violations apply.

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CITY OF CHIC AGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

[1 Yes [J No
[] N/A - 1 am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385. This certification
shall serve as the affidavit required by MCC Section 2-92-385(c)(T). If you checked "no" to the above, please
explain.

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HISPANIC HOUSING DEVELOPMENT CORPORATION BOARD OF DIRECTORS

Elected Term Expires

Paul Slade

Chairman / Director - Executive Committee Member (July 1994-Present)

Hank Mendoza

Vice Chairman / Director -- Executive Committee Member (December 2000-Present)

Richard Figueroa

Treasurer / Director - Executive Committee Member (Ju!> 2012-Presem)

Sol Flores

Secretary / Director - Executive Committee Member (December 2013 to Present)

Terrence Young Director

(December 2013 to Present)

Laritza Lopez Director

(July 2016 to Present)

Chuck Freiheit Director

(December 2016 to Present)

Rosa Y Ortiz Director

(December 2018 to Present)

Bruce Schiff, CPA Tax Credit Consultant -

MCI 1203 N

CALIFORNIA 9

LLC

02022-2997

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: MCI

1203 N California 9. LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

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 [] the Applicant OR [X] a legal entity currently holding, or a 2. the contract, transaction or other undert 2. "Matter"), a direct or indirect interest in 2. name: 1201 N. California 9Pct HHD OR 3. [] a legal entity with a direct or indirect the legal name of the entity in which the Disclosure. 	aking to which this EDS pertain excess of 7.5% in the Applicate C, LP	ins (referred to below as the int. State the Applicant's legal licant (see Section 11(B)(1)) State
B. Business address of the Disclosing Party:	410 Monon Blvd., 5th Floor Carmel, IN 46032	
C. Telephone: 3 17-805-4321 Fax: <mailto:lcampbell@merchantscapital.com></mailto:lcampbell@merchantscapital.com>	317-569-6481 Email:	lcampbell@merchantscapital.com
D. Name of contact person: Lauren E. Campb	pell	
E. Federal Employer Identification No. (if you	u have one):	
F. Brief description of the Matter to which this if applicable):	s EDS pertains. (Include projec	et number and location of property,
Authorization of multi-family funds for new construction of	affordable housing to be located at 1203	N California, Chicago. IL 60622
G. Which City agency or department is reques	ting this EDS? Department of	Housing
If the Matter is a contract being handled complete the following:	by the City's Department	of Procurement Services, please
Specification #	and Contract #	
Ver.2018-1	Page 1 of 15	
SECTION II DISCLOSURE OF OWNER	RSHIP INTERESTS	
A. NATURE OF TFIE DISCLOSING PARTY	· ·	
Indicate the nature of the Disclosing Par Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership	ty: [X] Limited liability compa [] Limited liability partner [] Joint venture [] Not-for-profit corporati (Is the not-for-profit corporati	rship on

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L] Limited partn	ership	[] Yes [] No f] Other (ple		
2. For legal entit	ties, the state (or foreign co	ountry) of incorpora	ation or organization, if app	plicable:
Indiana				
_	ties not organized in the St is as a foreign entity?	tate of Illinois: Has	the organization registered	l to do business in
[J Yes	[X] No	[] Organized	in Illinois	
B. IF TFIE DISC	LOSING PARTY IS A LI	EGAL ENTITY:		
(ii) for not-for-prowrite "no membe executor, administ companies, limite	ofit corporations, all members which are legal entities' strator, or similarly situated liability partnerships or	bers, if any, which a "); (iii) for trusts, est d party; (iv) for gen- joint ventures, each	l executive officers and all are legal entities (if there a tates or other similar entition eral or limited partnerships a general partner, managing tols the day-to-day manager	are no such members, es, the trustee, s, limited liability g member, manager or
NOTE: Each lega	al entity listed below must	submit an EDS on i	its own behalf.	
Name Title Mercha	nts Capital Investments, L	LC	Sole Member	
current or prospe excess of 7.5% or	ctive (i.e. within 6 months	after City action) b of such an interest i	erson or legal entity having eneficial interest (includin include shares in a corpora or manager in a	g ownership) in
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limited liability of "None."	company, or interest of a	beneficiary of a tr	rust, estate or other simila	r entity. If none, state
NOTE: Each lega	al entity listed below may	be required to subm	it an EDS on its own behal	lf.
Name See attached	Business Address	Percentage	e Interest in the Applicant	

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	, version: 1						
CECTION III	INCOME	DD COMPEN		OD.	OWNEDCHID	DX/	EL ECTED

SECTION III - INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? [] Yes [x] No

Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? f] Yes [X] No

If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation:

Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party?

[] Yes | Xl No

If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner (s) and describe the financial interest(s).

SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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Name (indicate whether retained or anticipated to be retained)

Relationship to Disclosing Party

(subcontractor, attorney, lobbyist, etc.)

Relationship to Disclosing Party

Fees (indicate whether paid or estimated.) NOTE:

"hourly rate" or "t.b.d." is not an acceptable response.

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(Add sheets if necessary)
[x] Check here ifthe Disclosing Party has not retained, nor expects to retain, any such persons or entities
SECTION V CERTIFICATIONS
A. COURT-ORDERED CHILD SUPPORT COMPLIANCE
Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.
Flas any person who directly or indirectly owns 10% or more ofthe Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?
[] Yes [x] No [] No person directly or indirectly owns 10% or more of the Disclosing Party.
If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?
[]Yes [j No
B. FURTHER CERTIFICATIONS
1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.
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3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section 11(B)(1) of this EDS:

- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, slate or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties"):
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any-other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

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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 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage): (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or ofthe United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. | FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee 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 MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such Ver.2018-1

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

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

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

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

None

13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, 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 \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

[] is [x] is not

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

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

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

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_	ty is unable to make this pledge because it or any of its affiliates (as defined in MCC is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach cessary):
	e word "None," or no response appears on the lines above, it will be conclusively sclosing Party certified to the above statements.
D. CERTIFICATION	REGARDING FINANCIAL INTEREST IN CITY BUSINESS
Any words or terms of	lefined in MCC Chapter 2-156 have the same meanings if used in this Part D.
reasonable inquiry, de	h MCC Section 2-156-110: To the best ofthe Disclosing Party's knowledge after best any official or employee of the City have a financial interest in his or her own name or her person or entity in the Matter?
[jYes [X]No	
-	d "Yes" to Item D(l), proceed to Items D(2) and D(3). If you checked "No" to Item D(l), D(3) and proceed to Part E.
employee shall have a the purchase of any p by virtue of legal prod	ant to a process of competitive bidding, or otherwise permitted, no City elected official or a financial interest in his or her own name or in the name of any other person or entity in roperty that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold cess at the suit ofthe City (collectively, "City Property Sale"). Compensation for property City's eminent domain power does not constitute a financial interest within the meaning of
Does the Matter invo	lve a City Property Sale?
[] Yes	[] No
•	Yes" to Item D(l), provide the names and business addresses of the City officials or the financial interest and identify the nature of the financial interest:

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Nature of Financial Interest

Business Address

Name

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

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

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

- ^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 VT -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

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

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

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with respect to the Matter.)
any person or entity lis person or entity to influ	y has not spent and will not expend any federally appropriated funds to pay sted in paragraph A(1) above for his or her lobbying activities or to pay any uence or attempt to influence an officer or employee of any agency, as defined aw, a member of Congress, an officer or employee of Congress, or an employee Page 9 of 15
funded grant or loan, enter	in connection with the award of any federally funded contract, making any federally ring into any cooperative agreement, or to extend, continue, renew, amend, or modify act, grant, loan, or cooperative agreement.
	ty will submit an updated certification at the end of each calendar quarter in which nat materially affects the accuracy of the statements and information set forth in above.
the Internal Revenue Code Revenue Code of 1986 but	ty certifies that either: (i) it is not an organization described in section 501(c)(4) of of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal thas not engaged and will not engage in "Lobbying Activities," as that term is isclosure Act of 1995, as amended.
substance to paragraphs At the Disclosing Party must	rty is the Applicant, the Disclosing Party must obtain certifications equal in form and (l) through A(4) above from all subcontractors before it awards any subcontract and maintain all such subcontractors' certifications for the duration of the Matter and ons promptly available to the City upon request.
B. CERTIFICATION REC	GARDING EQUAL EMPLOYMENT OPPORTUNITY
	erally funded, federal regulations require the Applicant and all proposed t the following information with their bids or in writing at the outset of
Is the Disclosing Party the []Yes '	Applicant? []No
If "Yes," answer the three	questions below:
1. Have you developed ar regulations? (See 41 CFR)	nd do you have on file affirmative action programs pursuant to applicable federal Part 60-2.). [JNo
<u> </u>	e Joint Reporting Committee, the Director of the Office of Federal Contract the Equal Employment Opportunity Commission all reports due under the applicable [J No

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3. Have you participated in any 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 -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement. City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.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 this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all ofthe information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing

PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

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CERTIFICATION

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

MCI 1203 N California 9, LLC
(Print or type exact legal name of Disclosing Party)

"-.....
""(Sign here) A

Lauren E. Campbell :
(Print or type name of person signing)

Senior Vice President. General Counsel of Merchants Capital
Investments, LLC, sole member
(Print or type title of person signing)

Signed and sworn to before me on (date) ____ ^/^2_2^/ 2.
(state).

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[] Yes [x] No

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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code violations apply.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

	C Section 2-154-010, is pursuant to MCC Sect	the Applicant or any Owner identified as a building code scofflaw ion 2-92-416?
[] Yes	[xl No	
		traded on any exchange, is any officer or director of the Applicant roblem landlord pursuant to MCC Section 2-92-416?
[] Yes	[J No	[x] The Applicant is not publicly traded on any exchange.
•	, ,1	below the name of each person or legal entity identified as a d and the address of each building or buildings to which the pertinent



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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

I JYes

[JNo

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



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Attachment to EDS for MCI 1203 N California 9, LLC

Section B.2: Organizational Chart of MCI 1203 N California 9, LLC

MCI 1203 N California 9, LLC an Indiana limited liability company 99.99% interest in Applicant FEIN: TBD

Merchants Capital Investments, LLC an Indiana limited liability company 100% Member FEIN:85-2742402

Merchants Capital Corp. an Indiana corporation 100% Member FEIN: 35-1805251

Merchants Bank of Indiana an Indiana chartered bank 100% Member FEIN:35-0352710

> Merchants Bancorp* an Indiana corporation 100% Member FEIN: 20-5747400

The business address of each entity is: 410 Monon Blvd. Carmel, IN 46032

*Please see the SEC filings of Merchants Bancorp for additional ownership interests:

Form 10-K: https://www.sec gov/ix'\(\geq \doc-/Archives/edgar/'\data/1629019/0001 55837022002893/mbiri-2021 1231x10k htm">https://www.sec yov/A.rchives/edgar''data/1629019/0001 !0465922044191/tm223479d2 defl4a.htm

MERCHANTS CAPITAL INVESTMENTS LLC

02022-2997

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:

Merchants Capital Investments, LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. [] the Applicant

OR

- 2. [X] a legal entity currently holding, or anticipated to hold within six months after City action on
- 2. the contract, transaction or other undertaking to which this EDS pertains (referred to below as the
- 2. "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal
- 2. name: 1201 N. California 9Pct HHDC, LP OR
- 3. [] a legal entity with a direct or indirect right of control of the Applicant (see Section 11(B)(1)) State the legal name of the entity in which the Disclosing Party holds a right of control:
- B. Business address of the Disclosing Party: 410 Monon Blvd., 5th Floor Carmel, IN 46032

C. Telephone: 317-805-4321 Fax: 317-569-6481 Email: lcampbell(ajmerchantscapital.com

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

Authorization of multi-family funds for new construction of affordable housing to be located at 1203 N California, Chicago. IL 60622

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G. Which C ity age	ency or department is req	questing this EDS? Department of Housing
If the Matter is a concomplete the follow	_	the City's Department of Procurement Services, please
Specification #		and Contract #
Ver.2018-1		Page 1 of 15
SECTION II - DIS	SCLOSURE OF OWNE	ERSHIP INTERESTS
A. NATURE OF T	HE DISCLOSING PART	ΓΥ
[] Person [] Publicly register [] Privately held bu [] Sole proprietors [General partners [] Limited partners [] Trust	nip nip	1. Indicate the nature of the Disclosing
[Xl Limited liability [1 Limited liability [] Joint venture [] Not-for-profit co (Is the not-for-profit	partnership rporation t corporation also a 501([] No	(c)(3))?
2. For leg	gal entities, the state (or f	foreign country) of incorporation or organization, if applicable:
Indiana		
3. For legal entities the State of Illinois	•	te of Illinois: Has the organization registered to do business in
[1 Yes	[X] No	[] Organized in Illinois
B. IF THE DISCLO	OSING PARTY IS A LE	GAL ENTITY:

List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such

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trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant.
NOTE: Each legal entity listed below must submit an EDS on its own behalf.
Name Title See attached
2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a
Page 2 of 15
limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None."
NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf.
Name Business Address Merchants Capital Pnrp 410 Mnnnn RIvH farmf-1 IM 460 P Merchants Bank of Indiana, 410 Monon Blvd Carmel. IN 46032 Merchants Bancorp, 410 Monon Blvd., Carmel, IN 46032 Percentage Interest in the Applicant
100% interest in Merchants Capital Investments 1.1 C* 100% interest in Merchants Capital Corp. 100% interest in Merchants Bank of Indiana *Merchants Capital Investments, LLC anticipated to have a 99.99% indirect interest in Applicant
SECTION III INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS
Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? [] Yes [x] No
Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [X] No

If "yes" to either of the above, please identify below the namc(s) of such City elected official(s) and describe

such income or compensation:



Does any City elected official or, to the best ofthe Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 ofthe Municipal Code of Chicago ("MCC")) in the Disclosing Party?

[] Yes

[X] No

If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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Name (indicate whether retained or anticipated to be retained)

Relationship to Disclosing Party

Res (indicate whether paid or estimated.) NOTE:

"hourly rate" or "t.b.d." is not an acceptable response.

Nixon Pcabody LLP (anticipated to be retained); 53 State Street, Boston. MA 02109: Attorney; Estimated \$50.000 fees

(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 SUPPORT COMPLIANCE

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

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

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[JYes	[x] No	[] No person directly or indirectly owns 10% or more of the Disclosing Party.	
		person entered into a court-approved agreement for payment of all support owed and is the nce with that agreement?	
[] Yes	[] No		
B. FURT	HER CE	ERTIFICATIONS	

- 1. [This paragraph 1 applies only ifthe Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section 11(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date 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 subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations,

instituted by the City or by the federal government, any state, or any other unit of local government.

- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it. or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

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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 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3: (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or ofthe United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such Ver.2018-1

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

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

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

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

None

13. To the best ofthe Disclosing Party's knowledge 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 \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name ofthe City recipient.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

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

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

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

D. CERTIFICATION REGARDING FINANCIAL INTEREST IN CITY BUSINESS

Any words or terms defined in MCC Chapter 2-156 have the same meanings if used in this Part D.

1. In accordance with MCC Section 2-156-110: To the best ofthe Disclosing Party's knowledge after

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	loes any official or employee of the ther person or entity in the Matter?	e City have a financial interest in his or her own name or
[] Yes	[X] No	
	ed "Yes" to Item D(l), proceed to In D(3) and proceed to Part E.	tems D(2) and D(3). If you checked "No" to Item D(l),
employee shall have the purchase of any p by virtue of legal pro	a financial interest in his or her ow property that (i) belongs to the City pocess at the suit of the City (collection	Iding, or otherwise permitted, no City elected official or on name or in the name of any other person or entity in y, or (ii) is sold for taxes or assessments, or (iii) is sold ively, "City Property Sale"). Compensation for property s not constitute a financial interest within the meaning of
Does the Matter invo	olve a City Property Sale?	
[] Yes	[] No	
<u> </u>	"Yes" to Item D(l), provide the sch financial interest and identify the	names and business addresses of the City officials or ne nature of the financial interest:
Name	Business Address	Nature of Financial Interest
4. The Disclosing Pa any City official or e	-	pited financial interest in the Matter will be acquired by

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

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

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

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

SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

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

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(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 Ver.2018-1

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

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

Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(l) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.
B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY
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 onegotiations.
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? (See 41 CFR Part 60-2.) [J Yes [] No
2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?
[] Yes [] No [] Reports not required
3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause? f] Yes [] No
If you checked "No" to question (1) or (2) above, please provide an explanation:

SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

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A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement. City assistance, or other City action, and are material inducements to the City's execution of any

contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.

- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics 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 this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all ofthe information provided in. and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

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CERTIFICATION

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

Merchants Capital Investments^LLC (Print oiHype exact lenal name of Disclosing Party)

$$B \ v:\sim -It>uy^A \ V>, \ '^y^rujj$$

. (Sign here) \

Lauren E. Campbell (Print or type name of person signing)

Senior Vice President, General Counsel (Print or type title of person signing)

Commission expires:

County,
$$J \sim /V$$
 (state).

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[] Yes [] 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 APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

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Pursuant to MCC Sec or problem landlord pursu	•	s the Applicant or any Owner identified as a building code scofflaw ion 2-92-416?		
[]Yes	[]No			
11	• • •	y traded on any exchange, is any officer or director of the Applicant roblem landlord pursuant to MCC Section 2-92-416?		
[] Yes	[] No	[] The Applicant is not publicly traded on any exchange.		

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

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

L J Yes

[JNo

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

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Attachment to EDS for Merchants Capital Investments, LLC

Section II.B.l(i): Executive Officers and Directors of Merchants Capital Investments, LLC

- 1. Michael R. Dury, President and Chief Executive Officer
- 2. Julie Sharp, Executive Vice President
- 3. Lauren E. Campbell, Senior Vice President, General Counsel

Section II.B.l(iv): Managers of Merchants Capital Investments, LLC

- 1. Michael J. Dunlap, Manager
- 2. Michael R. Dury, Manager
- 3. Terry Oznick, Manager
- 4. Michael F. Petrie, Manager
- 5. Julie Sharp, Manager
- 6. Brian J. Sullivan, Manager

MERCHANTS CAPITAL CORP.

02022-2997

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:

Merchants Capital Corp.

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

- 1. [J the Applicant
 - OR
- 2. [X] a legal entity currently holding, or anticipated to hold within six months after City action on
- 2. the contract, transaction or other undertaking to which this EDS pertains (referred to below as the
- 2. "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal
- 2. name: 1201 N. California 9Pct HHDC, LP OR
- 3. [J a legal entity with a direct or indirect right of control of the Applicant (see Section 11(B)(1)) State the legal name of the entity in which the Disclosing Party holds a right of control:
- B. Business address of the Disclosing Party: 410 Monon Blvd., 5th Floor Carmel, IN 46032
- C. Telephone: 317-805-4321 Fax: 317-569-6481 Email: lcampbell@merchantscapital.com <mailto:lcampbell@merchantscapital.com>
- D. Name of contact person: Lauren E. Campbell
- E. Federal Employer Identification No. (if you have one):

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F. Brief description of the Mattifapplicable):	er to which this EDS pertains. (Include project number and location of property,
Authorization of multi-family funds for r	ew construction of affordable housing to be located at 1203 N California, Chicago. II. 60622
G. Which City agency or depar	ement is requesting this EDS? Department of Housing
If the Matter is a contract being complete the following:	nandled by the City's Department of Procurement Services, please
Specification #	and Contract #
Ver.2018-1 SECTION II - DISCLOSURE	Page lot" 15 OF OWNERSHIP INTERESTS
A. NATURE OF THE DISCLO	SING PARTY
1. Indicate the nature of the [] Publicly registered business General partnership [] Limited Party:	corporation [X] Privately held business corporation [] Sole proprietorship []
[] Limited liability comparting [] Limited liability partner [] Joint venture	ship
[] Not-for-profit corporation (Is the not-for-profit corporation [] Yes [j No []	
2. For legal entities, the state (o	foreign country) of incorporation or organization, if applicable:
Indiana	
3. For legal entities not organ in the State of Illinois as a foreign	ized in the State of Illinois: Flas the organization registered to do business gn entity?
[] Organized in Illinois	
B. IF THE DISCLOSING PAR	ΓΥ IS A LEGAL ENTITY:
	nd titles, if applicable, of: (i) all executive officers and all directors of the porations, all members, if any, which are legal entities (if there are no such

entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"): (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the

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Applicant.			
NOTE: Each legal	entity listed below must submit an ED	S on its own behalf.	
Name Title See attached			
current or prospection of 7.5% of the Apple	ve following information concerning e ve (i.e. within 6 months after City act icant. Examples of such an interest independent venture, interest of a member or management	ion) beneficial interest (including clude shares in a corporation, part	gownership) in excess
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limited liability con "None."	mpany, or interest of a beneficiary of	of a trust, estate or other similar	entity. If none, state
NOTE: Each legal	entity listed below may be required to	submit an EDS on its own behalf	f.
Merchants Bancorp, 410	Business Address na. 410 Monon Blvd Carmel. IN 46032 Monon Blvd., Carmel, IN 46032 b. anticipated to have a 99.99% indirect interest in	Percentage Interest in the 100% interest in Mcrchants Capita 100% interest in Merchants Bank Applicant	al Corp.*
SECTION III - S	INCOME OR COMPENSATION	TO, OR OWNERSHIP BY	, CITY ELECTED
	Party provided any income or comperededing the date of this EDS?	nsation to any City elected officia [] Yes	al during the [x] No
	g Party reasonably expect to provide a ng the 12-month period following the	-	y City [X] No
If "yes" to either off such income or com	the above, please identify below the nupensation:	ame(s) of such City elected offici	ial(s) and describe
Does any City elect	ed official or, to the best of the Disclo	osing Party's knowledge after reas	sonable

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inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in

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Chapter 2-156 ofthe Muni	cipal Code ([X] No	of Chicago ("MCC")) in the Disclosi	ng Party?
If "yes," please identify b (s) and describe the finance			(s) and/or spouse(s)/domestic partner
SECTION IV - DISCLO	SURE OF	SUBCONTRACTORS AND OTH	ER RETAINED PARTIES
defined in MCC Chapter 2 Party has retained or experience and the total amount of the employees who are paid so	2-156), acco cts to retain fees paid o olely through sure is requ	untant, consultant and any other person in connection with the Matter, as we restimated to be paid. The Disclosing the the Disclosing Party's regular payrired under this Section, the Disclosing	ell as the nature of the relationship, ag Party is not required to disclose oll. If the Disclosing Party is
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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)			
[Xl Check here ifthe Disc	closing Par	ty has not retained, nor expects to	retain, any such persons or entities.
SECTION V - CERTIFI	CATIONS		
A. COURT-ORDERED O	CHILD SUP	PPORT COMPLIANCE	
		ential owners of business entities that t obligations throughout the contract	•
* ±	-	ctly owns 10% or more of the Disclory Illinois court of competent jurisdic	osing Party been declared in arrearage ction?
[1 Yes [x] No [] No	person direc	ctly or indirectly owns 10% or more	of the Disclosing Party.

If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?	
[] Yes [] No	
B. FURTHER CERTIFICATIONS	
1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.! In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any	

public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

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continue with a contract in progress).

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

- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section 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 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials,

agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or ofthe United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee 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 MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such Ver.2018-1

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

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

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

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

None

13. To the best 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 \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name ofthe City recipient.

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

[X] is [] is not

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

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

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

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

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

D. CERTIFICATION REGARDING FINANCIAL INTEREST IN CITY BUSINESS

Any words or terms defined in MCC Chapter 2-156 have the same meanings if used in this Part D.

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1. In accordance with MCC Section 2-156-110: To the best of the Disclosing Party's knowledge after	
reasonable inquiry, does any official or employee of the City have a financial interest in his or her own name	e or
in the name of any other person or entity in the Matter?	

[]Yes [XJNo

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

2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit 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?

[1 Yes [] No

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

Name Business Address

Nature of Financial Interest

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

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CERTIFICATION REGARDING SLAVERY ERA BUSINESS

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

^x 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that

provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

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

SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

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

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(T) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1

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

3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.

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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 Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.		
5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(l) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.		
B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY		
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

Is the Disclosing Party the Applicant?

negotiations.

[]Yes

If "Yes." answer the three questions below:

1. Flave 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 [] Reports not required

[1 No

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

[] Yes [J No

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

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SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics 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 this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all ofthe information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verity the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-\54-020.

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CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and

statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

Merchants Capital Corp. (Print or ty pe exact legal name of Disclosing Party)

■■J (Sign here) M

Lauren E. Campbell (Print or type name of person signing)

Senior Vice President, General Counsel (Print or type title of person signing)

Signed and sworn to before me on (date) $_$ & \sim <S- 2- \sim f $^{\sim}$ 2 \sim ,

at £ $k*\sim*$ 1fi>* \sim . County, J^Ai (state).

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

] Yes	[] 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 APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.	ty
1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflavor problem landlord pursuant to MCC Section 2-92-416?	V
[] Yes [] No	
2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applica identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?	nt
[] Yes [No [] The Applicant is not publicly traded on any exchange.	
3. If yes to (1) or (2) above, please identify below the name of each person or legal entity identified as a building code scofflaw or problem landlord and the address of each building or buildings to which the pertince code violations apply.	ent

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

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Attachment to EDS for Merchants Capital Corp.

Section II.B.l(i): Executive Officers of Merchants Capital Corp.

- 1. Michael J. Dunlap, Chairman
- 2. Mathevv M. Wambua, Vice Chairman
- 3. Michael R. Dury, President and Chief Executive Officer
- 4. Brian J. Sullivan, Executive Vice President, Chief Operating Officer
- 5. Lauren E. Campbell, Senior Vice President, General Counsel

Section II.B.l(i): Directors of Merchants Capital Corp.

- 1. Michael J. Dunlap, Director
- 2. Michael R. Dury, Director
- 3. Michael F. Petrie, Director
- 4. Brian J. Sullivan, Director
- 5. Mathew M. Wambua. Director

MERCHANTS BANK

OF

INDIANA 02022-2997

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:

Merchants Bank of Indiana

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

- 1. [] the Applicant OR
- 2. [X] a legal entity currently holding, or anticipated to hold within six months after City action on
- 2. the contract, transaction or other undertaking to which this EDS pertains (referred to below as the
- 2. "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal
- 2. name: 1201 N. California 9Pct HHDC. LP OR
- 3. [] a legal entity with a direct or indirect right of control of the Applicant (see Section 11(B)(1)) State the legal name of the entity in which the Disclosing Party holds a right of control:
- B. Business address of the Disclosing Party: 410 Monon Blvd., 5th Floor Carmel, IN 46032
- C. Telephone: 317-805-4321 Fax: 317-569-6481 Email: lcampbell(fljmerchantscapital.com
- D. Name of contact person: Lauren E. Campbell
- E. Federal Employer Identification No. (if you have one):
- F. Brief description of the Matter to which this EDS pertains. (Include project number and location of property, if applicable):

Authorization of multi-family funds for new construction of affordable housing to be located at 1203 N California. Chicago. IL 60622

G. Which City agency or department is requesting this EDS? Department of Housing

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

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complete the follows	ng:			
Specification #		and Contract #		
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SECTION II DIS	CLOSURE OF OWNE	ERSHIP INTERESTS		
A. NATURE OF TH	E DISCLOSING PART	Y		
[] Publicly registere	nture of the Disclosing [] d business corporation [2 [] Limited partnership [X] Privately held business corporation [] Sole proprietorship []		
[] Limited liability of [] Limited liability properties [] Joint venture [j Not-for-profit core (Is the not-for-profit [1 Yes] Other (please specifies)	partnership poration corporation also a 501(c [] No	e)(3))?		
2. For lega	al entities, the state (or fo	oreign country) of incorporation or organization, if applicable:		
Indiana				
3. For legal entities the State of Illinois a	_	e of Illinois: Has the organization registered to do business in		
[] Yes	[X] No	[] Organized in Illinois		
B. IF THE DISCLO	SING PARTY IS A LEC	GAL ENTITY:		
(ii) for not-for-profit write "no members we executor, administra companies, limited l	corporations, all member which are legal entities"); tor, or similarly situated iability partnerships or join	oplicable, of: (i) all executive officers and all directors of the entity; ers, if any, which are legal entities (if there are no such members, ; (iii) for trusts, estates or other similar entities, the trustee, party; (iv) for general or limited partnerships, limited liability oint ventures, each general partner, managing member, manager or or indirectly controls the day-to-day management of the Applicant.		
NOTE: Each legal e	ntity listed below must s	ubmit an EDS on its own behalf.		
Name Title See attac	ched			

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current or prospective excess of 7.5% of the	e (i.e. within 6 months after City	ng each person or legal entity having a action) beneficial interest (including interest include shares in a corporation member or manager in a	ownership) in
Page 2 of!5			
limited liability com	pany, or interest of a beneficiar	ry of a trust, estate or other similar	entity. If none, state
NOTE: Each legal en	tity listed below may be required	l to submit an EDS on its own behalf.	
_	Business Address Ionon Blvd Carmel. IN 46032 na anticipated to have a 99.99% indirect inte	Percentage Interest in the A 100% interest in Merchants Bank of the Percentage Interest in Applicant	* *
SECTION III - IN OFFICIALS	NCOME OR COMPENSATION	ON TO, OR OWNERSHIP BY,	CITY ELECTED
•	arty provided any income or comceding the date of this EDS?	npensation to any City elected official [1 Yes	during the [x] No
_	Party reasonably expect to providg the 12-month period following	le any income or compensation to any the date of this EDS? [] Yes	City [X] No
If "yes" to either ofth such income or comp	-	e name(s) of such City elected officia	al(s) and describe
inquiry, any City elec		closing Party's knowledge after reaso partner, have a financial interest (as CC")) in the Disclosing Party?	
If "yes," please ident	tify below the name(s) of such	City elected official(s) and/or spouse	e(s)/domestic partner

(s) and describe the financial interest(s).

SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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Name (indicate whether retained or anticipated to be retained)

Relationship to Disclosing Party retained or anticipated to be retained)

Relationship to Disclosing Party retained, Subcontractor, attorney, lobbyist, etc.)

Relationship to Disclosing Party retained, Subcontractor, attorney, lobbyist, etc.)

"hourly rate" or "t.b.d." is not an acceptable response.

(Add sheets if necessary)

fX| Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities.

SECTION V - CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

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

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

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

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

[] Yes [] No

B. FURTHER CERTIFICATIONS

1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of

Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [sec definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section 11(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records: making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5). (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under

Section IV, "Disclosure of Subcontractors and Other Retained Parties"):

- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or. entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment: common use of employees: or organization of a business entity following the ineligibility of a business entity lo 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 pr 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 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or ofthe United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use. nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such Ver.2018-1

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

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

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

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

 None
- 13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything

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made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

[X] is [] is not

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

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

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

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

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

D. CERTIFICATION REGARDING FINANCIAL INTEREST IN CITY BUSINESS

Any words or terms defined in MCC Chapter 2-156 have the same meanings if used in this Part D.

1. In accordance with MCC Section 2-156-110: To the best of the Disclosing Party's knowledge after reasonable inquiry, does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

[] Yes [X	ij No
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NOTE: If you checked "Yes" to Item D(l), proceed to Items D(2) and D(3). If you checked "No" to Item D(l), skip Items D(2) and D(3) and proceed to Part E.

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

Does the Matter involve a City Property Sale?

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

Name Business Address Nature of Financial Interest

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

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

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

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

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names of any and all slaves or slaveholders described in those records:

SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

A. CERTIFICATION REGARDING LOBBYING

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

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(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 Ver.2018-1

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FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.orR/Ethics http://www.cityofchicago.orR/Ethics>.

and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

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

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CERTIFICATION

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

Merchants Bank of Indiana (Print or type exact letial name of Disclosing Party)

Terry A. Oznick

(Print or type name of person signing) Senior Vice

President, General Counsel

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(Print or type title of person signing)		
Commission expires:	^fJ% Notary Public. Stata of Indiana $= $<$ $$ $$ $$ $$ $$ $$ $$ $$ $$ $$ $$ $$ $	

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any 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.

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"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.I.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% 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		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 APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

1.	Pursuant to MCC	Section 2-154-010,	is the Applicant	or any Owner	identified as a	building co	ode scofflaw
or	problem landlord	pursuant to MCC Se	ection 2-92-416?				

[] Yes	[] No
1 05	[]110

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

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[] Yes	[] No	[J The Applicant is not publicly traded on any exchange.
3. If yes to (1) or (2) abov	e, please identify	below the name of each person or legal entity identified as a

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

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIXC

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.
f]Yes
[]No
[] N/A -1 am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385. This
certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1). If you checked "no"
to the above, please explain.

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Attachment to EDS for Merchants Bank of Indiana

Section II.B.l(i): Executive Officers of Merchants Bank of Indiana ${\bf B}$

1. Michael F. Petrie, Chairman

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- 2. Michael J. Dunlap, Chief Executive Officer
- 3. Scott Evans, Chief Operating Officer
- 4. Michael R. Dury, President and Chief Executive Officer Merchants Capital
- 5. Jerry F. Koors, President Merchants Mortgage
- 6. Susan Dehner Kucer, President Indianapolis Market
- 7. Kevin T. Langford, Chief Administrative Officer
- 8. John F. Macke, Chief Financial Officer
- 9. Terry A. Oznick, General Counsel
- 10. Martin A. Schroeter, President Warehouse Lending