

Office of the City Clerk

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

Legislation Details (With Text)

File #: 02017-5480

Type: Ordinance Status: Passed

File created: 7/26/2017 In control: City Council

Final action: 11/21/2017

Title: Zoning Reclassification Map No. 7-G at 922-924 W George St - App No. 19298

Sponsors: Misc. Transmittal

Indexes: Map No. 7-G

Attachments: 1. O2017-5480.pdf

Date	Ver.	Action By	Action	Result
11/21/2017	1	City Council	Passed	Pass
11/20/2017	1	Committee on Zoning, Landmarks and Building Standards		
9/14/2017	1	Committee on Zoning, Landmarks and Building Standards	Held in Committee	Pass
7/26/2017	1	City Council	Referred	

ORDINANCE

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

SECTION 1: That the Chicago Zoning Ordinance be amended by changing all RT-4 Residential Two-Flat, Townhouse and Multi-Unit District symbols and indications as shown on Map No. 7-G in the area bounded by

the alley next north of and parallel to West George Street; a line 227.5 feet west of and parallel to North Mildred Avenue; West George Street; a line 277.50 feet west of and parallel to North Mildred Avenue;

to those of the RM-5 Residential Multi-Unit District and a corresponding use district is hereby established in the area above described.

SECTION 2: This Ordinance shall be in force and effect from and after its passage and due publication.

922-924 W. George St., Chicago, Illinois



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PROPERTY ADDRESS: 922 W GEORGE STREET CHICAGO, ILLINOIS 60657

REVISION DATE(S):(I^V 4 4/26/70'6! K=V4 4/19/2016) RTV 3 4/14/20'.6) (REV 2 3/15/20*6) (R=V 1 3/8/2016)

ALLEY (I 6' PA*/)

FIELD WORK DATE: 3//2016 1603.0145 ALTA/ACSM LAND TITLE SURVEY COOK COUNTY

^m? 93'^{^5}|5 S8°59'5G" E 50 OO¹ (R*M) e? ao??⁵

W GEORGE 5TREET (6G1 R/W)

TO AG 922 W GEORGE OWNER LLC. A DELAWARE LIMITED LIABILITY COMPANY, GOLUB PEAL E57ATE CORP. AN ILLINOIS CORPORATION, CHICAGO TITLE INSURANCE COMPANY, JPMORGAN CHASC* BANK., H A

f

THIS 15 TO CERTIFY THAT THIS MAP OR PLAT AND THE SURVEY ON WHICH IT IS BASED WERE MADE IN ACCORDANCE WITH THE 20! G MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTAMSPS LAND TITLIT SURVEY'S.
JOINTLY ESTABLISHED AND ADOPTED BT A"_rAn;D N5P5, AND INCLUDES ITEMS 1,2-. VA. S. 3. I ! A. i 20 OF TA3.E A THEREO* Th:E FIELDWORK, WAS COMPLETED Oil MARCH 7, 20 I 5 DATED TH'S fill. DAY OF VARCM PC.
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DATE: 3/8/2016
THE ABOVE SURVEY IS A PROFESSIONAL SERVICE IN COMPLIANCE WITH THE MINIMUM STANDARDS OF THE STATE OF ILLINOIS NO IMPROVEMENTS SHOULD BE MADE ON THE BASIS OF THIS PLAT ALONE PLEASE REFER ALSO TO YOUR DEED, TITLE POLICY AND LOCAL ORDINANCES COPYRIGHT BY EXACTA ILLINOIS SURVEYORS THIS DOCUMENT MAY ONLY BE USED BY THE PARTIES TO WHICH IT IS CERTIFIED PLEASE DIRECT QUESTIONS OR COMMENTS TO EXACTA ILLINOIS SURVEYORS. INC AT THE NUMBER IN THE BOTTOM RIGHT CORNER

CLIENT NUMBER:

BUYER: AG m W GEORGE OWNER LLC, a Delaware limited liability company

SELLER: 922-9J4 WEST GEORGE LLC, AN ILLINOIS LIMITED LIABILI"^ COMPANY POINTS OF INTEREST
1. RESIDENCE OVER PROPERTY UNE

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THEC3.r3.PR0GRAM

transforming lives...

CERTIFIED TO: AG 922 W GEORGE OWNER LLC. A DELAWARE LIMITED LIABILITY COMPANY, GOLUB REAL ESTATE COUP, AM ILLINOIS CORPORATION, CHICAGO TITLE INSURANCE COMPANY, JPMORGAN CHASE BANK, N A

This is page 1 of 2 and is not valid without all pages.

www euctachicago com P (773)305-4010 • f (773)305-4011 316EastJackionStreet.Morrlt.IL http://morrlt.IL 60450

This is page 2 of 2 and is not valid without all pages.

LEGAL DESCRIPTION:

THE EAST 50 FEET OF THE WEST 100 FEET OF LOT 3 IN BLOCK 2 IN SUBDIVISION OF PART OF THE WEST 1/2 OF BLOCK 5 IN CANAL TRUSTEE'S SUBDIVISION OF THE EAST 1/2 OF SECTION 29, TOWNSHIP 40 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN (EXCEPT THAT PART TAKEN FOR RIGHT OF WAY OF THE NORTHWESTERN ELEVATED RAILROAD), IN COOK COUNTY, ILLINOIS.

JOB SPECIFIC SURVEYOR NOTES:

GENERAL SURVEYOR NOTES:

- The Legal Description used to perform this survey was supplied by others. The survey does not determine or imply ownership
- This survey only snows improvements found above ground. Underground footings, utilities and encroachments are not located on this survey map. If there is a septic tank, well of drain field on this survey, the location of such Items was shown to us by others and are not verified.
- This survey Is exclusively for the use of the parties to whom It Is certified
- Any additions or deletions to this 2 page survey document are strictly prohibited.
- Dimensions are In feet and decimals thereof.
- 7. Due to varying construction standards, house dimensions are approximate
 & Any FEMA flood zone data contained on this survey Is for Informational purposes onfy. Research to obtain such data was performed at www.ferna.gov http://www.ferna.gov

- All pins marked as set are 5/8 diameter, 18° fron rebar.

 10. An examination of the abstract of title was not performed by the signing surveyor to determine which Instruments, If any, are affecting this property.

 11. Points of Interest (POI's) are selected above-ground improvements which may be in conflict with boundary, building setback or easement lines, as defined by the parameters of this survey. There may be additional POI's which are not shown, not called-out as POI's, or which are otherwise unknown to the surveyor. These POI's may not represent all items of interest to the viewer.
- 12. Utilities shown on the subject property may or may not indicate the existence of recorded or unrecorded utility easements.

 13. The Information contained on this survey has been performed exclusively, and Is the sole responsibility, of Exacta Surveyors. Additional logo or references to

third party firms are for Informational purposes only. M House measurements should not be used for new construction or planning. Measurements should be verified prior to such activity

LEGEND:

SURVEYOR'S LEGEND

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   PRINTING INSTRUCTIONS:
      1. Whilo viewing the survey in Adobe Reader, select the "Print" button under the "File" tab
     2 Select a printer with legal sized paper
     3 Under Prrnt Rango", diet select the "All "toggle
     4 Under the "Pago Handling" section, select the number of copies that you would like to print
    5. Undorthe "Page Scaling" selection drop down menu, melect "None"
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     TO PWNT IN BLAOC+ wWTE
     2 Choose "Quality" from the options
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3 Change from "Auto Color" or "Full Color" to 'Gray Scale"

OFFER VALID ONLY FOR THE BUYERS LISTED ON THE FIRST PAGE OF THIS SURVEY:



ANY FUTURE SURVEYING SERVICES ON THIS PROPERTY

www.exactachicago.com http://www.exactachicago.com (773) 305-4010 • F: (773) 305-4011 316 East Jackson Street, Morris, It 60450

July 18,2017

Chairman, Committee on Zoning Room 304 - City Hall Chicago, Illinois 60602

Re: 922-924 W. George St. Chicago, Illinois

The undersigned, Chris A. Leach, being first duly sworn, states as follows:

The undersigned certifies that he has complied with the requirements of § 17-13-0107 of the Chicago Zoning Ordinance, by sending written notice to such property owners who appear to be the owners of the property within 250 feet in each direction of the lot line of the subject property, exclusive public roads, streets, alleys, and other public ways, or a total distance limited to 400 feet. Said "written notice" was sent First Class U.S. Mail, no more than 30 days before filing the application.

The undersigned certifies that the notice contained the address of the property sought to be rezoned; a statement of the intended use of the property: the name and address of the applicant; the name and address of the owner; and a statement that the applicant intends to file the application for a change in zoning on approximately July 18, 2017.

Chris A. Leach

Notary Public 42328710;!

The undersigned certifies that he has made a bona fide effort to determine the addresses of the parties to be notified under Section 17-13-0107 of the Chicago Zoning Ordinance, and that the accompanying list of names and addresses of the surrounding property owners within 250 feet of the subject site is a complete list containing the names and addresses of the people required to be served.

Jack George

Akerman LLP

71 South Wacker Drive 46th Floor Chicago, IL 60606 Tel- 312.634 5700 Fax: 312 424.1900

July 18,2017

USPS FIRST-CLASS MAIL

Zoning Amendment Application 922-924 W. George St. Chicago, Illinois

Dear Property Owner:

In accordance with the requirements for an Amendment to the Chicago Zoning Ordinance, please be informed that on or about July 18, 2017, I, the undersigned attorney, will file an Application for a change in zoning from RT-4 Residential Two-Flat, Townhouse Multi-Unit District to the R.M-5 Residential Multi-Unit District on behalf of the Applicant for the property located at 922-924 W. George Street, Chicago, Illinois and bounded by the alley next north of and parallel to West George Street; a line 227.5 feet west of and parallel to North Mildred Avenue; West George Street; a line 277.50 feet west of and parallel to North Mildred Avenue.

The purpose of the proposed zoning amendment is to bring the existing 3 story 12 unit residential building with a height of 41 '-4" and 10 existing parking spaces into compliance with the zoning code. No changes will be made to the existing number of units, parking spaces or to the height of the existing building.

The Applicant and Owner of the property is AG 922 W George Owner LLC, whose business address is 625 N. Michigan Avenue, Suite 2000, Chicago, Illinois.

I am the attorney for the Applicant. My address is Akerman LLP, 71 S. Wacker Dr., 46th Floor, Chicago, Illinois 60606. Please feel free to contact me at (312) 870-8022 if you should have any questions concerning the Application.

Please note that the Applicant is not seeking to purchase or rezone your property. The Applicant is required by law to send you this notice because you own property located within 250 feet of the proposed development.

Very Truly Yours,

John J. George

42328516,1

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CITY OF CHICAGO

APPLICATION FOR AN AMENDMENT TO THE CHICAGO ZONING ORDINANCE

ADDRESS of the property Applicant is seeking to rezone: 922-924 W. George St.

Ward Number that property is located in: 44th Ward

APPLICANT AG 922 W George Owner LLC

File #: O2017-5480, Version: 1		

ADDRESS 625 N- Michigan Ave., Suite 2000

PHONE 312-440-8800

CONTACT PERSON LeeGolub NO

Is the applicant the owner of the property? YES , XXX

If the applicant is not the owner of the property, please provide the following information regarding the owner and attach written authorization from the owner allowing the application to proceed.

OWNER

ADDRESS,

STATE

EMAIL

If the Applicant/Owner of the property has obtained a lawyer as their representative for the rezoning, please provide the following information:

ATTORNEY ^onn ^ George and Chris A. Leach Akerman, LLP ADDRESS 71 S Wacker Drive, 46th

Floor

ZIP CODE 60606

jack.george@akerman.com <mailto:jack.george@akerman.com>EMAIL chris.leach@akerman.com <mailto:chris.leach@akerman.com>

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6. If the applicant is a legal entity (Corporation, LLC, Partnership, elc.) please provide the names of all owners as disclosed on the Economic Disclosure Statements.

AG Urban Apartment Strategic LLC, Golub Urban Apartment Investors LLC, Golub &

Company of Illinois, LLC, Alcion AG Urban Apartment Strategic LLC, Alcion AG Urban

Apartment Investors, LLC, Alcion Real Estate Partners Master Fund III, L P, Alcion Real

Estate Partners Strategic Parallel Fund, L P.

F	ile	#:	O2017	'-5480 .	, V	ersi	on:	1
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- 7. On what date did the owner acquire legal title to the subject properly? April 2016
- 8. Has the present owner previously rezoned this properly? If yes, when? No
- 9. Present Zoning District RT-4 Proposed Zoning District RM-5

Ι

- 10. Lot size in square feet (or dimensions) 6,250 sq.ft.
- I I. Current Use of the property Twelve Unit Apartment Building
- 12. Reason for rezoning the property To bring the Property and the existing 12 units into compliance with the zoninig code
- 13. Describe the proposed use of the property after the rezoning. Indicate the number of dwelling units; number of parking spaces; approximate square footage of any commercial space; and height of the proposed building. (BE SPECIFIC)

Existing 3 story 12 unit residential building with a height of 41-4" and 10 existing parking spaces

14. The Affordable Requirements Ordinance (ARO) requires on-site affordable housing units and/or a financial contribution for residential housing projects with ten or more units that receive a zoning change which, among other triggers, increases the allowable floor area, or, for existing Planned Developments, increases the number of units (see attached fact sheet or visit www.ciiyofchicago.org/ARO http://www.ciiyofchicago.org/ARO for more information). Is this project subject to the ARO?

YES

COUNTY OF COOK STATE OF LLLINOIS

The undersigned $_{(}$ be jng first duly sworn on oath, states that all of the above statements and the statements contained in the documents submitted herewith/are true and correct. Signature of Applicant^Bv: (^0^

AG 922 W. George OviXer L

Subscribed and Sworn to before me this day of ^ne

"OFFICIAL SEAL" DIANA L. DIETZ NOTARY PUBLIC, STATE OF ILLINOIS MY COMMISSION EXPIRES 2/19/2018

File #: O2017-5480, Version: 1
Date of Introduction:
File Number:
Ward:
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: AG 922
W. GEORGE OWNER LLC
Check ONE of the following three boxes:
Indicate whether the Disclosing Party submitting this EDS is: 1. [x] the Applicant OR 2. [] a legal entity currently holding, or anticipated to hold within six months after Cily 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. [] 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: 625 N. MICHIGAN AVENUE. #2000, CHICAGO. IL 60611 C. Telephone: 312-440-8800 Fax: 312-440-0809 Email: lgolub@goco.com
<mailto:lgolub@goco.com></mailto:lgolub@goco.com>
D. Name of contact person: LEE GOLUB
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):
Zoning amendment application for 922-924 W. George Street
G. Which City agency or department is requesting this EDS?.Dept. of Planning & Development
If the Matter is a contract being handled by the City's Department of Procurement Services, please

complete the following:

Office of the City Clerk

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File #: O2017-5480, Version: 1		
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Specification # N/A	and Contract #	······
Ver.2017-1	Paget of 14	
SECTION II - DISCLOSURE	OF OWNERSHIP INTERESTS	
A. NATURE OF THE DISCLO	SING PARTY	
1. Indicate the nature of the Dis Person] Publicly registered business corpora] Privately held business corpora] Sole proprietorship] General partnership] Limited partnership] Trust	fxl rporation []	
Limited liability company Limit Not-for-profit corporation he not-for-profit corporation also [] Yes [] No Other (plea		
2. For legal entities, the state (or	foreign country) of incorporation or o	organization, if applicable:
DELAWARE		
3. For legal entities not organize the State of Illinois as a foreign of	ed in the State of Illinois: Has the organentity?	nization registered to do business in
[X] Yes [] No	o [] Organized in Illinois	3
B. IF THE DISCLOSING PART	ΓΥ IS A LEGAL ENTITY:	
(ii) for not-for-profit corporation write "no members which are leg executor, administrator, or similal companies, limited liability parts	ns, all members, if any, which are legal gal entities"); (iii) for trusts, estates or arly situated party; (iv) for general or l nerships or joint ventures, each general	
NOTE: Each legal entity listed b	pelow must submit an EDS on its own	behalf.
Name Title AG Urban Apartment Venture LLC	<u>.</u> <u>Managing Meml</u>	<u>,. , .</u>

File #: O2017-5480, Ver	sion: 1			
current or prospective of 7.5% of the Applica	ollowing information concerning (i.e. within 6 months after City ant. Examples of such an interest of a member or manager of the contract of t	action) beneficial int t include shares in a	terest (includi	ng ownership) in excess
Page 2 of 14				
limited liability compa	any, or interest of a beneficiar	ry of a trust, estate	or other simi	lar entity. If none, state
NOTE: Each legal enti	ty listed below may be required	l to submit an EDS o	n its own beh	alf.
Name AG Urban Apartment Venture LLC	Business Address fi?s n Michigan Aw *?nnn Chicago, IL 60611	Percentage In	nterest in the A	Applicant
SECTION HI - INC OFFICIALS	COME OR COMPENSATION	ON TO, OR OW	NERSHIP I	BY, CITY ELECTED
_	rty provided any income or comeding the date of this EDS?	pensation to any Cit	ty elected offi [J Yes	cial during the [x] No
	arty reasonably expect to provid the 12-month period following			any City [)J No
If "yes" to either of the such income or compe	above, please identify below the nsation:	ne name(s) of such C	ity elected of	ficial(s) and describe
City elected official's s	official or, to the best of the Dispouse or domestic partner, have icago ("MCC")) in the Disclosing	e a financial interest	(as defined in	1
If "yes," please identif	fy below the name(s) of such (City elected official	(s) and/or spo	ouse(s)/domestic partner

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

File #: O2017-5480, Version: 1						

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.

Page 3 of 14

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

Address (subcontractor, attorney, lobbyist, etc.)

Iobbyist, etc.)

Akerman.LLP
(retained)

71 S. Wacker Dr.-46t.ri http://Dr.-46t.ri > fir Attorney

Attorney

estimated \$10,000

(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 of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

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

If "Yes," has the person entered into a 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 I 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.

Page 4 of 14

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

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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:

N/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.

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").

N/A

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

N/A

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

[] is [XJ is not

- a "financial institution" as defined in 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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	o)) is a predatory lender within	dge because it or any of its affiliates (as defined in MCC the meaning of MCC Chapter 2-32, explain here (attach
	the word "None," or no response Disclosing Party certified to the a	e appears on the lines above, it will be conclusively bove statements.
D. CERTIFICATIO	ON REGARDING FINANCIAL	INTEREST IN CITY BUSINESS
Any words or terms	s defined in MCC Chapter 2-156	have the same meanings if used in this Part D.
reasonable inquiry,		the best of the Disclosing Party's knowledge after f the City have a financial interest in his or her own name or ter?
[] Yes	[x] No	
	ked "Yes" to Item D(l), proceed I D(3) and proceed to Part E.	to Items D(2) and D(3). If you checked "No" to Item D(1),
employee shall hav the purchase of any by virtue of legal pr	e a financial interest in his or her property that (i) belongs to the cocess at the suit of the City (col	bidding, or otherwise permitted, no City elected official or cown name or in the name of any other person or entity in City, or (ii) is sold for taxes or assessments, or (iii) is sold lectively, "City Property Sale"). Compensation for property does not constitute a financial interest within the meaning of
Does the Matter inv	volve a City Property Sale?	
[]Yes	[] No	
		the names and business addresses of the City officials or by 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. 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 of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

N/A

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

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funded grant or loan, ente	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 ract, grant, loan, or cooperative agreement.
	ty will submit an updated certification at the end of each calendar quarter in which hat materially affects the accuracy of the statements and information set forth in above.
Internal Revenue Code of Revenue Code of 1986 bu	ty certifies that either: (i) it is not an organization described in section 501(c)(4) of the 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 bisclosure Act of 1995, as amended.
substance to paragraphs Athe Disclosing Party must	arty is the Applicant, the Disclosing Party must obtain certifications equal in form and (1) 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 RE	GARDING EQUAL EMPLOYMENT OPPORTUNITY
	y funded, federal regulations require the Applicant and all pror subcontractors to mation with their bids or in writing at thejjmse.t of negotiations.
Is the Disclosing Party the [] Yes	Applicant? [] No
If "Yes," answer the three	questions below:
federal regulations? (See [] Yes 2. Have you filed with th Compliance Programs, or	[] No e Joint ReportingY^OTninittee, the Director of the Office of Federal Contract the Equal EmpJ«fyment Opportunity Commission all reports due under the
applicable filing requirem [] Yes	[] No/' [] Reports not required
3. Have you participated opportunity clause?/ []Yes /[]N	in^atny previous contracts or subcontracts subject to the equal
If you checked 'Wo" to qu	estion (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.6rg/Ethics http://www.citvofchicago.6rg/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 of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article 1 (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.

CERTIFICATION

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

AG 922 W. GEORGE OWNER LLC

(Sign here)

LEE GOLUB (Print or type name of person signing)

EXEC VP OF ITS MEMBER (Print or type title of person signing)

6/29/1

Signed and sworn to before me on (date)

at COOK County, ILLINOIS (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 of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

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

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

[] Yes [x] No

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

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT 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

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which has only an indi	rect ownership inte	erest in the Applicant.				
1. Pursuant to MCC S or problem landlord pu	· · · · · · · · · · · · · · · · · · ·	is the Applicant or any Owner identified as a building code scofflaw ction 2-92-416?				
[] Yes	[Xj No					
1.1	U 31	ely traded on any exchange, is any officer or director of the Applicant problem landlord pursuant to MCC Section 2-92-416?				
[] Yes	[] No	[xj The Applicant is not publicly traded on any exchange.				
3. If yes to (1) or (2) at	oove, please identif	fy 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

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code violations apply.

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; AG

URBAN APARTMENT VENTURE LLC

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Check ONE of the following three boxe	es:			
Indicate whether the Disclosing Party sub 1. [] the Applicant OR	omitting this EDS is	5:		
 [x] a legal entity currently holding, the contract, transaction or other ur "Matter"), a direct or indirect intered name: AG 922 W. GEORGE OWN OR 	ndertaking to which est in excess of 7.5° NER LLC	n this EDS pertains (r % in the Applicant. S	eferred to b tate the App	elow as the plicant's legal
3. [] a legal entity with a direct or in the legal name of the entity in which the I				ion 11(B)(1)) State
B. Business address of the Disclosing Par	ty: 625 N. MICI	<u>HIGAN AVENUE.#</u>	2000, CHIC	CAGO. 1L 60611
C. Telephone: 312-440-8800 <mailto:lgolub@goco.com></mailto:lgolub@goco.com>	F	ax: 312-440-080	9 Email:	lgolub@goco.com
D. Name of contact person: LEE GOL	UB	<u>.</u> .		
E. Federal Employer Identification No. (i	if you have one):	_		
F. Brief description of the Matter to whic if applicable):	h this EDS pertain	s. (Include project nu	ımber and l	ocation of property,
Zoning amendment application for 9	22-924 W. George S	Street		
G. Which City agency or department is re	equesting this EDS	? Dept. of Planning &	& Developn	nent
If the Matter is a contract being handled be complete the following:	by the City's Depar	tment of Procuremen	t Services, 1	please
Specification # N/A	and Contract	<u>"</u>	<u></u>	<u></u>
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SECTION II DISCLOSURE OF OW	VNERSHIP INTE	RESTS		
A. NATURE OF THE DISCLOSING PA	ARTY			
Indicate the nature of the Disclosing Person Publicly registered business corporation Privately held business corporation Sole proprietorship	[x] Limited li on [] Limited lia [] Joint ventu	ability company ability partnership are rofit corporation		

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[] General partnership [j Limited partnership [] Trust		`	J No	oration also a 501(c)(3))?
2. For legal entities, the s	state (or foreign cour	ntry) of incorp	oration or org	ganization, if applicable:
2. DELAWARE				
3. For legal entities not o the State of Illinois as a fo		e of Illinois: Ha	as the organiz	zation registered to do business in
[]Yes	[] No	[\$ Organized	d in Illinois	
B. IF THE DISCLOSING	PARTY IS A LEG	AL ENTITY:		
(ii) for not-for-profit corporate "no members which executor, administrator, or companies, limited liability	orations, all member are legal entities"); r similarly situated p ty partnerships or jo	rs, if any, which (iii) for trusts, party; (iv) for goint ventures, ea	ch are legal en estates or oth general or lim ach general pa	e officers and all directors of the entity; ntities (if there are no such members, her similar entities, the trustee, nited partnerships, limited liability artner, managing member, manager or y-to-day management of the Applicant.
NOTE: Each legal entity l	listed below must su	ıbmit an EDS o	on its own bel	half.,
Name Title				
Alcion AG Urban Apartment Inv			Managing	Member
Alcion AG Urban Apartment		<u></u>	Member	
Golub Urban A _l	partment Investors LLC	•		Operating Member
current or prospective (i.e	e. within 6 months at plicant. Examples of	fter City action f such an intere) beneficial in est include sha	gal entity having a direct or indirect, nterest (including ownership) in ares in a corporation, partnership r in a
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limited liability company "None."	, or interest of a bo	eneficiary of a	trust, estate	or other similar entity. If none, state
NOTE: Each legal entity l	isted below may be	required to sub	omit an EDS	on its own behalf.
Name F Alhinn Att IIrhan Apartment r/n A . Investors LLC Or Alcion AGTJrban Apartmer Strategic LLC	Business Address ir-inn Rpal Estate Master France Post Office Square #3 nt SAME AS ABOV	und III I P 3150, Boston, MA VE 16.335070%		Interest in the Applicant 7ifVifi4Q3(V>/n

File #: O2017-5480, Version: 1	
Golub Urban Apartment Investors, LLC 625 N. Michigan Ave. #2000, Chicag	go. IL 60611 T5%
SECTION III - INCOME OR COMPENSATION OFFICIALS	N TO, OR OWNERSHIP BY, CITY ELECTED
Has the Disclosing Party provided any income or competed 12-month period preceding the date of this EDS?	ensation to any City elected official during the [] Yes [x] No
Does the Disclosing Party reasonably expect to provide elected official during the 12-month period following the	
If "yes" to either of the above, please identify below the such income or compensation:	name(s) of such City elected official(s) and describe
Does any City elected official or, to the best of the Discl City elected official's spouse or domestic partner, have a Municipal Code of Chicago ("MCC")) in the Disclosing	financial interest (as defined in Chapter 2-156 of the
If "yes," please identify below the name(s) of such Ci (s) and describe the financial interest(s).	ty elected official(s) and/or spouse(s)/domestic partner
SECTION IV - DISCLOSURE OF SUBCONTRACT	ORS AND OTHER RETAINED PARTIES
The Disclosing Party must disclose the name and busine defined in MCC Chapter 2-156), accountant, consultant Party has retained or expects to retain in connection with and the total amount of the fees paid or estimated to be pemployees who are paid solely through the Disclosing Puncertain whether a disclosure is required under this Sec whether disclosure is required or make the disclosure.	and any other person or entity whom the Disclosing in the Matter, as well as the nature of the relationship, baid. The Disclosing Party is not required to disclose arty's regular payroll. If the Disclosing Party is
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(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 chiid 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 [] No [xj No person directly or indirectly owns 10% or more of the Disclos	sing 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	[]	Vо

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, 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 Parlies");
 - 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 il, 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 of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article 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

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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:

N/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.

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").

n/a - * : ;. "".

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

N/A

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

[] is [XJ is not

a "financial institution" as defined in 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.

File #: O2017-5480), Version: 1			
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?				
. I Yes	. [X] No			
	ecked "Yes" to Item D(1), proceed to D(3) and proceed to Part E.	o Items D(2) and D(3). If you checked "No" to Item D(1),		
employee shall ha the purchase of ar by virtue of legal	ave a financial interest in his or her by property that (i) belongs to the C process at the suit of the City (colle	bidding, or otherwise permitted, no City elected official or own name or in the name of any other person or entity in City, or (ii) is sold for taxes or assessments, or (iii) is sold ectively, "City Property Sale"). Compensation for property loes not constitute a financial interest within the meaning of		
Does the Matter in	nvolve a City Property Sale?			
[] Yes	[] No			
•	\ /· •	ne names and business addresses of the City officials or by the nature of the financial interest:		
Name	Business Address	Nature of Financial Interest		
4. The Disclosing any City official of	•	shibited 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 of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

N/A

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, 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.2017-1

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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.

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5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(l) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.
B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY
If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.
Is the Disclosing Party the Applicant? [] Yes [] No
If "Yes," answer the three questions below:
1. Have you developed and do you have on file affirmative acjtion programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.) \ [] Yes
3. Have you participated y^any previous contracts or subcontracts subject to the equal opportunity clause [] Yes ■/ [] No
If you checked jrNo" to question (]) 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 wvvw.citvofchicago.org/Ethics http://wvvw.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 of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

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CERTIFICATION

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

AG URBAN APARTMENT VENTURE LLC (Print or type exact legal/name/0.f Disclosing Party)

(Sign here) M/

LEE GOLUB (Print or type name of person signing)

EXEC VP OF ITS OPERATING MEMBER (Print or type title of person signing)

Signed and sworn to before me on (date)

6/29/1

Commission expires: 2/19/1,8

at cook .County, Illinois (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 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.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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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	s the Applicant	or any Owi	ner identified	as a building	code s	cofflaw
or	problem landlord pursuant to MCC Sect	tion 2-92-416?					

[J Yes [X| No

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

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

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

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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: GOLUB

URBAN APARTMENT INVESTORS 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: AG 922 W. GEORGE OWNER LLC OR

3. [] a legal entity with a direct or indirect right of control of the Applicant (see Section 11(B)(1)) State

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the legal name of the entity in which the Disclosing Party holds a right of control:	
B. Business address of the Disclosing Party: 625 N. MICHIGAN AVENUE. #2000, CHICAGO. IL 60611	<u>L</u>
C. Telephone: 312-440-8800 Fax: 312-440-0809 Email: lgolub@goco.com mailto:lgolub@goco.com	
D. Name of contact person: LEE GOLUB	
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 prope if applicable):	rty
Zoning.amendment application for 922-924 W. George Street	
G. Which City agency or department is requesting this EDS? Dept. of Planning & Development	
If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:	
Specification # N/A and Contract #	
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SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: Person	
Limited liability company Limited liability partnership Joint venture Not-for-profit corporation the not-for-profit corporation also a 501(c)(3))? t] Yes [] No Other (please specify)	
2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: ILLINOIS	

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3. For legal entities the State of Illinois	not organized in the Sta as a foreign entity?	te of Illinois: H	las the organiz	zation registered	d to do business	in
[] Yes	[] No	£ Organize	ed in Illinois			
B. IF THE DISCLO	SING PARTY IS A LE	EGAL ENTITY	:			
(ii) for not-for-profiction write "no members we executor, administration companies, limited by the companies of the companie	full names and titles, if a t corporations, all members, and are legal entities' ator, or similarly situated liability partnerships or legal entity that directly	bers, if any, who '); (iii) for trusts d party; (iv) for joint ventures,	ich are legal e s, estates or ot general or lin each general p	entities (if there ther similar enti- nited partnership partner, managi	are no such mentities, the trustee, ips, limited liabiling member, mar	nbers, lity nager or
NOTE: Each legal e	entity listed below must	submit an EDS	on its own be	ehalf.		
Name Title						
Roll in Real Fstate f.nrp	•	Mar	nager			
current or prospective of 7.5% of the Appl	e following information we (i.e. within 6 months icant. Examples of such venture, interest of a mo	after City action an interest incl	on) beneficial i lude shares in	interest (includ	ing ownership) i	n excess
limited liability cor "None."	npany, or interest of a	beneficiary of	a trust, estate	e or other simi	lar entity. If no	ne, state
NOTE: Each legal e	entity listed below may	be required to s	ubmit an EDS	on its own bel	nalf.	
Name nnhih^nnmpanynflllinniRlir	Business Address fi?fi M Michigan Av/a *9hrih Chicago, IL 60	0611	Percentage	Interest in the	Applicant	
SECTION III OFFICIALS	INCOME OR COM	PENSATION	TO, OR O	WNERSHIP 1	BY, CITY EL	ECTED
_	Party provided any inco	-	sation to any C	City elected offi	icial during the [x] No	

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Does the Disclosing Party reasonably expect to provide any income or compensation to any City

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elected official during the 12	-month period following the date of	this EDS? [] Yes	[No
If "yes" to either of the above such income or compensation	e, please identify below the name(s) 1:	of such City elected offi	cial(s) and describe
inquiry, any City elected offi Chapter 2-156 of the Municip	al or, to the best of the Disclosing Pacial's spouse or domestic partner, has pal Code of Chicago ("MCC")) in the	ive a financial interest (a	
If "yes," please identify belo (s) and describe the financial	ow the name(s) of such City electe interest(s).	d official(s) and/or spou	ise(s)/domestic partner
SECTION IV - DISCLOSU	URE OF SUBCONTRACTORS A	ND OTHER RETAINE	CD PARTIES
defined in MCC Chapter 2-1: Party has retained or expects and the total amount of the fe employees who are paid sole	sclose the name and business address 56), accountant, consultant and any to retain in connection with the Markes paid or estimated to be paid. The ly through the Disclosing Party's regre is required under this Section, the d or make the disclosure.	other person or entity whater, as well as the nature Disclosing Party is not a gular payroll. If the Disclosing	nom the Disclosing of the relationship, required to disclose osing Party is
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Name (indicate whether B	usiness Relationship to Disclosin	g Party Fees (indicate	whether
retained or anticipated A to be retained)	ddress (subcontractor, attorney lobbyist, etc.)	"hourly rate" or	**

(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.

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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 [] 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?
[] 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 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 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 of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article 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.2017-1

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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:

N/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.

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").

N/A

13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period

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

N/A

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

[] is [XJ is not

- a "financial institution" as defined in 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.

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

[]Yes [x]No

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

skip Items D(2) and	D(3) and proceed to Part E.	
employee shall have the purchase of any by virtue of legal pr	e a financial interest in his or her ow property that (i) belongs to the City ocess at the suit of the City (collecti	ding, or otherwise permitted, no City elected official or in name or in the name of any other person or entity in , or (ii) is sold for taxes or assessments, or (iii) is sold evely, "City Property Sale"). Compensation for property s not constitute a financial interest within the meaning of
Does the Matter inv	olve a City Property Sale?	
[] Yes	[] No	
•	"Yes" to Item D(l), provide the auch 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 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 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):

N/A

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, 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.2017-1

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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

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If the Matter is federally funded, federal regulations require the Applicant and aJJ>proposed subcontractors to submit the following information with their bids or in writine-erfthe outset of negotiations.
Is the Disclosing Party the Applicant? [] Yes [] No
If "Yes," answer the three questions below:
1. Have you developed and do you have pn\fll federal regulations? (See 41 CFR Part 6' [] Yes [] No
2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Eqiral Employment Opportunity Commission all reports due under the applicable filing requirements [] Yes S\] No [] Reports not required
3. Have you particiMted in any previous contracts or subcontracts subject to the equal
opportunityx>rause? [1 Yes / [] 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.cityofchicaKO.drg/Ethics http://www.cityofchicaKO.drg/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

of

equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.

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

Page 11 of 14 CERTIFICATION

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

(Sign here)

LEE GOLUB

(Print or type name of person signing)

EXEC VP OF ITS MANAGER

(Print or type title of person signing)

Signed and sworn to before me on (date)

cook County,

Notary Public

Commission expires: 2/19/18



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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.

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

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

[]Yes [x]No

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If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city 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 or problem landlord p		is the Applicant or any Owner identified as a building code scofflaw etion 2-92-416?
[] Yes	[X No	
* *		ely traded on any exchange, is any officer or director of the Applicant problem landlord pursuant to MCC Section 2-92-416?
[] Yes	[] No	[x] The Applicant is not publicly traded on any exchange.
2 12 (1) (2)		

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

SECTION I- GENERAL INFORMATION

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

REAL ESTATE CORP.

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: AG 922 W. GEORGE OWNER LLC
- 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: 625 N. MICHIGAN AVENUE. #2000, CHICAGO, IL 60611
- C. Telephone: 312-440-8800 Fax: 312-440-0809 Email: lgolub@goco.com

<mailto:lgolub@goco.com>

- D. Name of contact person: LEE GOLUB ; "■- ---
- E. Federal Employer Identification No. (if you have one): J

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F. Brief description of if applicable):	the Matter to which th	is EDS pertains. (Include project number and location of property
Zoning amendn	nent application for 922-9	924 W. George Street
G. Which City agency	or department is reque	esting this EDS?.Dept.of Planning & Development
If the Matter is a contraction of the complete the following		ne City's Department of Procurement Services, please
Specification # N/A		and Contract #
Ver.2017-1	P	aget of 14
SECTION II - DISCI	LOSURE OF OWNE	RSHIP INTERESTS
A. NATURE OF THE	DISCLOSING PART	Y
1. Indicate the natu [] Person [] Publicly registered [[X] Privately held busi [] Sole proprietorship [] General partnership [] Limited partnership [] Trust	iness corporation	[] Limited liability company
2. For legal entities, th	ne state (or foreign cou	ntry) of incorporation or organization, if applicable:
3. For legal entities not the State of Illinois as	_	e of Illinois: Has the organization registered to do business in
[] Yes	[] No	[X] Organized in Illinois
B. IF THE DISCLOSI	NG PARTY IS A LEG	GAL ENTITY:
(ii) for not-for-profit co write "no members wh executor, administrator companies, limited liab any other person or leg	orporations, all membe ich are legal entities"); r, or similarly situated polity partnerships or journal entity that directly of	plicable, of: (i) all executive officers and all directors of the entity; ors, 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 enti	ity iistea below must si	ubmit an EDS on its own behalf.

Name Title

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Eugene Golub Michael Newman Pres/Sec/Treas Lee Golub Paula Harris Michael Goldman VP Thomas GalH David Glickstein 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 14
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 ftnli ih ft Company of Illinois IIP. R9fi M Michigan Aw tf?nhn Chicago, IL 60611 Percentage Interest in the Applicant 100%
SECTION III - INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS
Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? [1] 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 [>j No
If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation:
Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? [] Yes [x] No
If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner (s) and describe the financial interest(s).

SECTION IV ~ DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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defined in MCC Chapter 2 Party has retained or expect and the total amount of the employees who are paid so	-156), according to retain the fees paid of the blely through sure is required.	ountant, consultant and any other particle in connection with the Matter, as or estimated to be paid. The Disclosing Party's regular particle under this Section, the Disclosing	ach subcontractor, attorney, lobbyist (as person or entity whom the Disclosing well as the nature of the relationship, using Party is not required to disclose ayroll. If the Disclosing Party is using Party must either ask the City
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Name (indicate whether retained or anticipated to be retained)		Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	y 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 of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

[] Yes	[] No	[x] 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 new 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 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 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 of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article 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

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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 Page 6 of 14

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:

N/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.

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").

N/A

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

N/A

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

[] is [xj is not

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

File #: O2017-5480, Version: 1 "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."
Page 7 of 14
If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in MCC Section 2-32-455(b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach additional pages if necessary):
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
D. CERTIFICATION REGARDING FINANCIAL INTEREST IN CITY BUSINESS
Any words or terms defined in MCC Chapter 2-156 have the same meanings if used in this Part D.
1. In accordance with MCC Section 2-156-110: To the best of the Disclosing Party's knowledge after reasonable inquiry, does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?
[] Yes [X] No
NOTE: If you checked "Yes" to Item $D(l)$, proceed to Items $D(2)$ and $D(3)$. If you checked "No" to Item $D(l)$, skip Items $D(2)$ and $D(3)$ and proceed to Part E.
2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit 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?

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

[] No

[]Yes



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 cheek 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 of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

N/A

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

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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.2017-1 Page 9 of 14
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 proj*b*secusive subcontractors to submit the following information with their bids or in writing at th^mtset of negotiations.
Is the Disclosing Party the Applicant? [] Yes [] No
If "Yes," answer the three questions below:
1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (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 Emnloyment Opportunity Commission all reports due under the applicable filing requirements? >r
] Yes [] Nor [] Reports not required
3. Have you participated in apy previous contracts or subcontracts subject to the equal opportunity clause? /

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[] Yes	y [] No		

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SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

If you checked "Noyto question (1) or (2) above, please provide an explanation:

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.citVbfchicago.ore/Ethics http://www.citVbfchicago.ore/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

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CERTIFICATION

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

(Sign here)

LEE GOLUB

(Print or type name of person signing)

EXEC VP

(Print or type title of person signing)

6/29/1

Signed and sworn to before me on (date)

Commission expires: 2/19/18

at cook County, Illinois (state).

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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 of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.l.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% 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?

[JYes [x]No

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

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

code violations apply.

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 S or problem landlord pu	·	is the Applicant or any Owner identified as a building code scofflaw etion 2-92-416?
[] Yes	[Xj No	
* *		ely traded on any exchange, is any officer or director of the Applicant problem landlord pursuant to MCC Section 2-92-416?
[J Yes	[] No	[x] The Applicant is not publicly traded on any exchange.
		fy below the name of each person or legal entity identified as a rd and the address of each building or buildings to which the pertinent

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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: Alcion

AG Urban Apartment Investors LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. [] the Applicant

OR

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

OR

3. [X] a legal entity with a direct or indirect right of control of the Applicant (see Section 11(B)(1))

State the legal name of the entity in which the Disclosing Party holds a right of control: AG Urban Apartment Venture LLC

B. Business address of the Disclosing Party: C/O Alcion Real Estate Partners Master Fund III, L.P

One Post Office Square - Suite 3150, Boston, MA 02109

C. Telephone: 617-603-1040 Fax: 617-603-1001 Email. gdelfavero@alcionventures.com

<mailto:gdelfavero@alcionventures.com>

- D. Name of contact person: Eugene DelFavero
- 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):

Zoning amendment application for 922-924 W George Street

G. Which City agency or department is requesting this EDS? On- of Planning & Development

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

Specification # N/A

and Contract #

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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

Δ	\	1	N	Γ.	Δ		Γ'		L	Σ.	F	(1	7	T	ľ	4	F	7	Γ	ì	(3	\cap	T	()	C	Г	N	(Ť	P	1	`	R	Т	7	V
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Alcion Real Estate Partners Master Fund III, L.P.

1. Indicate the nature of the Disclosing Pa	rty:
] Person	[X] Limited liability company
] Publicly registered business corporation	[] Limited liability partnership
] Privately held business corporation	[] Joint venture
] Sole proprietorship	[] Not-for-profit corporation
] General partnership	(Is the not-for-profit corporation also a 501 (c)(3))?
] Limited partnership	[] Yes [] No
] Trust	[] Other (please specify)
2. For legal entities, the state (or foreign coun	ntry) of incorporation or organization, if applicable:
Delaware	
3. For legal entities not organized in the State	e of Illinois: Has the organization registered to do
business in the State of Illinois as a foreign er	itity?
[] Yes [X] No	[] Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEG	AL ENTITY:
(ii) for not-for-profit corporations, all members write "no members which are legal entities"); executor, administrator, or similarly situated prompanies, limited liability partnerships or jo	plicable, of: (i) all executive officers and all directors of the entity; rs, 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 int ventures, each general partner, managing member, manager or r indirectly controls the day-to-day management of the Applicant.
NOTE: Each legal entity listed below must su	bmit an EDS on its own behalf.
Name Title	

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

Managing Member

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limited liability "None."	company, or interest of a beneficiary o	f a trust, estate or other similar enti	ity. If none, state
NOTE: Each le	gal entity listed below may be required to	submit an EDS on its own behalf.	
Name	Business Address	Percentage Interest in the	Applicant
Alcion Real Estate	Partners Master Fund III, L.P. One Post	Office Square - Suite 3150 Boston,	MA 100%
SECTION m OFFICIALS	- INCOME OR COMPENSATION	TO, OR OWNERSHIP BY, CI	ITY ELECTED
	sing Party provided any income or comped preceding the date of this EDS?	ensation to any City elected official of [] Yes	during the [X] No
	osing Party reasonably expect to provide a the 12-month period following the date of	•	City elected
If "yes" to eithe such income or	or of the above, please identify below the compensation:	name(s) of such City elected officia	l(s) and describe
inquiry, any Cit	elected official or, to the best of the Discley elected official's spouse or domestic particle of the Municipal Code of Chicago ("MCC) [X] No	artner, have a financial interest (as de	
• •	e identify below the name(s) of such escribe the financial interest(s).	City elected official(s) and/or sp	ouse(s)/domestic
SECTION IV	DISCLOSURE OF SUBCONTRAC	TORS AND OTHER RETAINED	PARTIES
The Disclosing	Party must disclose the name and busine	ss address of each subcontractor, att	orney, lobbyist

(as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the

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Ę ,	whether a disclosure is required under the sclosure is required or make the disclosure	,
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Name (indicate whether Busin retained or anticipated Add	ness Relationship to Disclosing Party ress (subcontractor, attorney,	Fees (indicate whether paid or estimated.")
NOTE: to be retained)	lobbyist, etc.)	"hourly rate" or "t.b.d." is not an acceptable response.
None		
(Add sheets if necessary).	sing Pouts has not votained non aver	aceta to votain any anal navgons or
entities. SECTION V - CERTI	sing Party has not retained, nor exp	bects to retain, any such persons or
A. COURT-ORDERED CHILD	SUPPORT COMPLIANCE	
-	ubstantial owners of business entities that apport obligations throughout the contract	•
J 1	ndirectly owns 10% or more of the Disc by any Illinois court of competent jurisc	e ;
[] Yes [] No [X] No perso	on directly or indirectly owns 10% or mo	ore of the Disclosing Party.
If "Yes," has the person entered person in compliance with that a	into a court-approved agreement for pay greement?	ment of all support owed and is the

B. FURTHER CERTIFICATIONS

[] No

[]Yes

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, 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 to do business

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

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

Page 5 of 14

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 of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article 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

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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.2017-1

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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:

N/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.

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

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

File #:	O2017-5480.	Version:	1

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

- 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.

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?

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

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

File #: O2017-5480, Version: 1 Does the Matter involve a City Property Sale?				
•	"Yes" to Item D(l), provide the ruch 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 I by any City official	-	ibited financial interest in the Matter will be acquired		
Page 8 of 14				

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 of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

N/A

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, 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.2017-1

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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.
- 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 negotiations.

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Is the Disclosing Part	y the Applicant?	
[] Yes	[X] No	
If "Yes," answer the t	hree questions be	elow:
regulations? (See 41	CFR Part 60-2.)	ave on file affirmative action programs pursuant to applicable federal
[] Yes	[] No	
•	s, or the Equal Er	rting Committee, the Director of the Office of Federal Contract mployment Opportunity Commission all reports due under the applicable [] Reports not required
3. Have you particip opportunity clause?	ated in any previo	ous contracts or subcontracts subject to the equal
[] Yes	[] 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 of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

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CERTIFICATION

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

Alcion AG Urban Apartment Investors LLC

^ign here) Eugene DelFavero

(Print or type exact legal name of Disclosing Party) By: (Print or type name of person signing)

Authorized Signatory (Print or type title of person signing)

Signed and sworn to before me on (date) $>y>V\setminus (p \land rXO)'$ 1 at Sj5&qNNS

County, $^{\text{V}}$ -cxv $^{\text{A}}$ (state).

|'fJ[^] J⁰*H 0. ALLAR'b

Notary Public COMMONWEALTH OF MASSACHUSETTS My Commission Expires . August 3. 2018

Commission expires: $(,,,vs) -3 . < ^o > <$

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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.

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

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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 Parly. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

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

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

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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.	Pursuan	nt to MCC	Section 2	2-154-010,	is the A	pplicant	or any	Owner	identified	as a l	building	code
sco	offlaw or	problem	landlord j	pursuant to	MCC S	Section 2-	-92-416	5?				

[] Yes [X] No

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

[| Yes [] No | X J 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

SECTION I -- GENERAL INFORMATION

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

Real Estate Partners Master Fund III, L.P.

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

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2. name: AG 922 W George Owner LLC OR	
3. f 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 Disclosin	g Party holds a right of control:
B. Business address of the Disclosing Party:	C/O Alcion Real Estate Partners Master I'und III, L.P One Post Office Square - Suite 3150, Boston, MA 02109
C. Telephone: 617-603-1040 Fax: <mailto:gdelfavero@alcionvenlures.eom></mailto:gdelfavero@alcionvenlures.eom>	617-603-1001 ,mail: gdelfavero@alcionvenlures.eom
1). Name of contact person: HI g^{cnc} $UM*{}^{TMTM}$	
!'. Federal Employer Identification No. (if you	have one):
I". Brief description of the Matter to which property, if applicable):	h this EDS pertains. (Include project number and location of
Zoning amendment application for 922-924 V	W George Street
(i. Which City agency or department is request	ting this LPS? ^{1)tf} P'- of Planning & Development
II" the Matter is a contract being handled complete the following:	by the City's Department ol* Procurement Services, please
Specification// N/A	and Contract//
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SECTION II DISCLOSURE OF OWNER	RSHIP INTERESTS
A. NATURE OF THE DISCLOSING PARTY	
	1. Indicate the nature of the Disclosing
 [] Person [] Publicly registered business corporation [] Privately held business corporation [] Sole proprietorship [] General partnership [] Limited partnership [] Trust 	
[] Limited liability company [X] Limited liability partnership [] Joint venture [] Not-for-profit corporation	

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` -	it corporation also a 501(c)(i	
2. For legal entities	s, the state (or foreign countr	ry) of incorporation or organization, if applicable: Delaware
_	s not organized in the State of as a foreign entity?	of Illinois: I las the organization registered to do business in
] Yes	f X] No	Organized in Illinois
B. IF Till-; DISCL	OSING PARTY IS A LEGA	AL ENTITY:
(ii) for not-for-protection write "no members executor, administration companies, limited	fit corporations, all members which are legal entities"); (is rator, or similarly situated partially partnerships or join	icable, of: (i) all executive officers and all directors of the entity; i, if any, which are legal entities (if there are no such members, iii) for trusts, estates or other similar entities, the trustee, arty; (iv) for general or limited partnerships, limited liability at ventures, each general partner, managing member, manager or indirectly controls the day-to-day management of the Applicant.
NOTE: Each legal	entity listed below must sub	omit an EDS on its own behalf.
Name Title		
Ajcjon_Capi_lal M	faster I'uiul GPJII, LLC	General Puriner
current or prospect excess of 7.5% of	tive (i.e. within ft months after the Applicant. Examples of s	ncerning each person or legal entity having a direct or indirect, er City action) beneficial interest (including ownership) in such an interest include shares in a corporation, partnership at of a member or manager in a
Payc2 of 14		
limited liability co	ompany, or interest of a ber	neficiary of a trust, estate or other similar entity. If none, state
NOTE: Each legal	entity listed below may be re	equired to submit an EDS on its own behalf.
Name	Business Address	Percentage Interest in the Applicant

Alcion Real Estate Partners Fund IH-A, L.P. One Post Office Square - Suite 3150 Boston, MA 02109 54.86% Alcion Real Estate Partners Fund III-B, L.P. One Post Office Square - Suite 3150 Boston, MA 02190 45.14%

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SECTION III - INCOME OR CO	OMPENSATION TO, OR OWN	NERSHIP BY, (CITY ELECTED
Has the Disclosing Party provided any 12-month period preceding the date of	-	y elected official d [] Yes	uring the [X] No
Does the Disclosing Party reasonably elected official during the 12-month pe	• •	-	City []No
If "yes" to either of the above, please is such income or compensation:	dentify below the name(s) of such C	ity elected official	(s) and describe
Does any City elected official or, to the inquiry, any City elected official's spou Chapter 2-156 of the Municipal Code of the Munic	use or domestic partner, have a finan	icial interest (as de	
If "yes," please identify below the na (s) and describe the financial interest(s	· · · · · · · · · · · · · · · · · · ·	s) and/or spouse(s	s)/domestic partner
SECTION IV DISCLOSURE OF	SUBCONTRACTORS AND OTH	IER RETAINED	PARTIES
The Disclosing Party must disclose the defined in MCC Chapter 2-156), according Party has retained or expects to retain it and the total amount of the fees paid or employees who are paid solely through uncertain whether a disclosure is required whether disclosure is required or make	untant, consultant and any other persin connection w ith the Matter, as we restimated to be paid. The Disclosing the Disclosing Party's regular payre ared under this Section, ihe Disclosing	on or entity whom ell as the nature of ng Party is not requ oll. If the Disclosin	the Disclosing the relationship, aired to disclose ng Parly is
Payo3 of 14			
•	Relationship to Disclosing Party (subcontractor, attorney,	Fees ("indicate v	ited.) NOTE:

retained or anticipated to be retained)

Address (subcontractor, attorney, lobbyist, etc.)

None

retained or anticipated Address (subcontractor, attorney, lobbyist, etc.)

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 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 $$
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
b. itjriiii:rci:rtii"icaiions
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 Parly 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 line, fee. lax or other source of indebtedness owed to the City of Chicago, including, but not limited to. water and sewer charges, license fees, parking tickets, properly taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section 11(B)(1) of this EDS:

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- 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 MCC¹ 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 Parly in connection with the Mailer, including but not limited to all persons or legal entities disclosed under Section IV. "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity 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 Parly, any Contractor or any Affiliated Entity or any olher 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 Parly, any Contractor or any Affiliated Entity (collective!) "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 slate 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 slale or of the United Stales 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, 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 ONI.Y| 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 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:

N/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.

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").

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 Parly 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 ol'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.

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Parly certifies that the Disclosing Parly (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 ihe Disclosing Parly 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 predator) 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.

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?

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

2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the City (collectively, "City Properly 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(I). 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 Part) 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 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. CLRTIFICATION 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 Parly with respect to the Mailer: (Add sheets if necessary):

N/A

(If no explanation appears or begins on the lines above, or if ihe letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Parly 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 Parly

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with respect to the Matter	:.)	
any person or entity li	sted in paragraph A(luence or attempt to i	will not expend any federally appropriated funds to pay I) above for his or her lobbying activities or to pay any inlluence an officer or employee ol any agency, as defined ongress, an officer or employee of Congress, or an employee I\u-e <) of 14
_	ring into any coopera	the award of any federally funded contract, making any federally ative agreement, or to extend, continue, renew, amend, or modify ooperative agreement.
•	that materially affect	odated certification at the end of each calendar quarter in which its the accuracy of the statements and information set forth in
the Internal Revenue Cod	e of 1986; or (ii) it is it has not engaged an	er: (i) it is not an organization described in section 501(c)(4) of an organization described in section 501(c)(4) of the Internal d will not engage in "Lobbying Activities," as that term is 05, as amended.
substance to paragraphs A the Disclosing Party must	A(1) through A(4) abo maintain all such sul	he Disclosing Party must obtain certifications equal in form and ove from all subcontractors before it awards any subcontract and bcontractors' certifications for the duration of the Matter and ble to the City upon request.
B. CERTIFICATION RE	GARDING EQUAL	EMPLOYMENT OPPORTUNITY
	•	ederal regulations require the Applicant and all proposed aformation with their bids or in writing at the outset of
Is the Disclosing Party the	e Applicant? X No	
If "Yes," answer the three	questions below:	
1. 1 lave you developed regulations? (See 41 CFR		file affirmative action programs pursuant to applicable federal
•	the Equal Employme	ommittee, the Director of the Office of Federal Contract ent Opportunity Commission all reports due under the applicable orts not required
103	11110 Kep	one not required

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

| | Yes ' || No

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

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SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City 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 of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a freedom of Information Act request, or otherwise. By completing and signing this EDS. the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the lime the City lakes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Parly must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23. Article I (imposing

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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 Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

Alcion Real Estate Partners Master Fund III, L.P. (Print or

type exact legal name of Disclosing Party)

Eugene DelFavero (Print or type name of person signing)

Authorized Signatory (Print or type title of person signing)

Signed and sworn to before me on (date) T\>\v\ In i o.oV'l

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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.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section U.B.I.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Parly 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 Parly, if the Disclosing Parly 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 Parly or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

| | Yes | X | No

If yes, please identify below (1) the name and title of such person. (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official 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

* *	pplicant exceed	(a) the Applicant, and (b) any legal entity which has a direct ling 7.5% (an "Owner"). It is not to be completed by any legal entity rest in the Applicant.
1. Pursuant to MCC Section or problem landlord pursua	· ·	s the Applicant or any Owner identified as a building code scofflaw tion 2-92-416?
[] Yes	[X] No	
11	• 1	ly traded on any exchange, is any officer or director of the Applicant roblem landlord pursuant to MCC Section 2-92-416?
] Yes	[No	[X J The Applicant is not publicly traded on any exchange.
•		fy 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.

l'.iuc N ol N

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:

Alcion Capital Master Fund GP III, LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

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

OR

3. |'X | a legal entity with a direct or indirect right of control of the Applicant (see Section II(B)(1))

State the legal name of the entity in which the Disclosing Party holds a right of control: Alcion Real Estate Partners Master Fund III, L.P.

B. Business address of the Disclosing Party: C/O Alcion Real Estate Partners Master Fund 111, L.P.

One Post Office Square - Suite 3150, Boston, MA 02109

- C. Telephone: 617-603-1040 Fax: 617-603-1CK)! ,;mai,. gdclfavcro(_>alcionvcntur_s.corn
- D. Name of contact person: |,;ugcnc Ddl-avero
- E. Federal Employer Identification No. (if you have one):

which this EDS pertains. (Include project number and location of property
922-924 W George Slreel
t is requesting this EDS? '^P¹;^¹ 'Plan,¹!n«&!)o!d(!p.'''^m
g handled by the City's Department of Procurement Services, please
and Contract//
Page loll 4
F OWNERSHIP INTERESTS
NG PARTY
oration on a 501(c)(3))? please specify)
(or foreign country) of incorporation or organization, if applicable
n the State of Illinois: Mas the organization registered to do business in ity?
o Organized in Illinois
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

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liability companies	dministrator, or similarly situated p , limited liability partnerships or jo er person or legal entity that direct	int ventures, each general partner	, managing member,
NOTE: Each legal	entity listed below must submit an	EDS on its own behalf.	
Name Title			
Alcion Capital III,		Managing Member	
current or prospect excess of 7.5% of t	ne following information concerning ive (i.e. within 6 months after City the Applicant. Examples of such an exhip or joint venture, interest of a resolution of the contract o	action) beneficial interest (includanterest include shares in a corpo	ing ow nership) in
Pane 2 ol'N			
limited liability con "None."	mpany, or interest of a beneficiary	y of a trust, estate or other simil	lar entity. If none, state
NOTE: Each legal	entity listed below may be required	to submit an EDS on its own beh	alf.
Name	Business Address	Percentage Interest in	the Applicant
Alcion Capital III	, L.P. One Post Office Square - Su	ite 3150 Boston, MA 02109 100%	6
SECTION III OFFICIALS	INCOME OR COMPENSATION	ON TO, OR OWNERSHIP F	BY, CITY ELECTED
_	Party provided any income or comecceding the date of this EDS?	pensation to any City elected office [] Yes	•
	g Party reasonably expect to provid 2-month period following the date	*	•
If "yes" to either of such income or con	the above, please identify below the appensation:	ne name(s) of such City elected of	ticial(s) and describe

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?

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

SECTION IV - DISC LOSURE 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 Parly has retained or expects to retain in connection with the Mailer, 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 Parly is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

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

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

Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.

None

(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.

I las 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 No X No person directly or indirectly owns 10% or more of the Disclosing Party.				
[1 cs 1 to 1 1 to person directly of indirectly owns 10/0 of indire of the Disclosing 1 arty.				
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				
D. TVDTVID CEDTIVE CONTOUR				

B. FURTHER CERTIFICATIONS

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- 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 dale 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 Part)' and its Affiliated Entities are not delinquent in the payment of any line. fee. lax 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 Parly 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 Parly, is controlled by the Disclosing Parly, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment: common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or stale or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it. or. with the Contractor, is under common control of another person or entity:
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Enlily or any other official, agent or employee of the Disclosing Parly, 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").

Pane Sol'14

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 ol"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 stale or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. |L()R 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 C ity. NOTE: If MCC Chapter 1-23. Article I applies to the Applicant, thai Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. |LOR 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. | LOR APPLICANT ()NLY| 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 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:

N/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.

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

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

"N7A

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

- 1. The Disclosing Party certifies that the Disclosing Parly (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 Part) 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 predator) 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

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Any words or term	s defined in MCC Chapter 2-156 hav	ve the same meanings if used in this Part D.		
1. In accordance with MCC Section 2-156-110: To the best of the Disclosing Party's knowledge after reasonable inquiry, does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?				
[] Yes	[X] No			
	ked "Yes" to Item D(l), proceed to It d D(3) and proceed to Part E.	tems D(2) and D(3). If you checked "No" to Item D(1),		
employee shall hav the purchase of any by virtue of legal p	e a financial interest in his or her ow property that (i) belongs to the City rocess at the suit of the City (collecti	Iding, or otherwise permitted, no City elected official or in name or in the name of any other person or entity in , or (ii) is sold for taxes or assessments, or (iii) is sold vely, "City Property Sale"). Compensation for properly s not constitute a financial interest within ihe meaning		
Does the Matter in	volve a City Property Sale?			
Yes	No			
~	"Yes" lo Item D(I), provide the such financial interest and identify the	names and business addresses of the City officials on the nature of the financial interest:		
Name	Business Address	Nature of Financial Interest		
4. The Disclosing	•	ibited 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 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 Parly with respect to the Matter: (Add sheets if necessary):

N/A

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995. as amended, have made lobbying contacts on behalf of the Disclosing Parly 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(I) above for his or her lobbying activities or to pay any person or entity to inlluence or attempt to inlluence an officer or employee of any agency, as defined by applicable federal law. n member of Congress, an officer or employee of Congress, or an employee Ver.2017-1 |>age 9 of 14

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

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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 of negotiations.

Is	s the Disclosing Party th	he Appl	icant?
	Yes	X	No

If "Yes," answer the three questions below:

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

2. I lave 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?

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

|| Yes ' || No

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

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SECTION VII - 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, 1L 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the lime the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Parly must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23. Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), ihe information provided herein regarding eligibility must be kepi 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 Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all

certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

Alcion Capital Master Fund GP III, LLC

(Print or type exact legal name of Disclosing Party)

Eugene DelFavero (Print or type name of person signing)

Authorized Signatory (Print or type title of person signing)

Signed and sworn to before me on (dale) "TvA-. V ^.DX/'l

Commission expires: \\v_o,y\SK

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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.

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

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

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

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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ov	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 problem landlord pursuant to MCC Section 2-92-416?				
	[]Yes	[X] No			
	2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applicant identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?				
	[]Yes	I J No	[X J The Applicant is not publicly traded on any exchange.		
3.	If yes to (1) or (2) above	e, please ide	entify 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

Page 14 (if 14

code violations apply.

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: Alcion

Capital III, L.P.

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. [] the Applicant

OR

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

OR

- 3. [X] a legal entity with a direct or indirect right of control of the Applicant (see Section II(B)(1)) State the legal name of the entity in which the Disclosing Party holds a right of control: Alcion Capital Master l-'und GP III, LLC
- B. Business address of the Disclosing Party: C/O Alcion Real Estate Partners Master 1-'und III, L.P.

One Post Office Square - Suite 3150, Boston, MA 02109

- C. Telephone: 617-603-1040 fax: 617-603-1001 Email: gdelfavero^alcionventures.com
- D. Name of contact person: Eugene PelEavcro
- 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 properly, if applicable):

Zoning amendment application for 922-924 W. George Street

(i. Which City agency or department is requesting this EDS? ^{1)c}P'- Planning & Development

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

Specification// N/A and Contract // N/A

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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

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1. Indicate the nature of the Disclosing Par [] Person [] Publicly registered business corporation [] Privately held business corporation [] Sole proprietorship [] General partnership [] Limited partnership [] Trust	[] Limited liability company [X] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify)
2. For legal entities, the state (or foreign count	cry) of incorporation or organization, if applicable:
Delaware	
3. For legal entities not organized in the State business in the State of Illinois as a foreign ent	e of Illinois: Has the organization registered to do tity?
] Yes X No	[Organized in Illinois
13. IF THE DISCLOSING PARTY IS A LEG	AL ENTITY:
(ii) for not-for-profit corporations, all members write "no members which are legal entities"); (executor, administrator, or similarly situated particularly situated particular	licable, of: (i) all executive officers and all directors of the entity; s, if any, which are legal entities (if there are no such members, (iii) for trusts, estates or other similar entities, the trustee, arly; (iv) for general or limited partnerships, limited liability nt ventures, each general partner, managing member, manager or indirectly controls the day-to-day management of the Applicant.
NOTE: Each legal entity listed below must sub	omit an EDS on its own behalf.
Name Title	
Alcion (^apUal GP HI, UX)	(icncral Partner
current or prospective (i.e. within (> months at excess of 7.5% of the Applicant. Examples of interest in a partnership or joint v enture, interest	encerning each person or legal entity having a direct or indirect, fter City action) beneficial interest (including ownership) in such an interest include shares in a corporation, partnership est of a member or manager in a
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limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state

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"None."		
NOTE: Each legal entity listed below may be	e required to submit an EDS on its own behalf.	
Name Business Address Percentage Interest i	in the Applicant	
Mark Potter	38%	
Eugene DelFavero	28%	
Martin Zieff	35%	
SECTION III - INCOME OR COMPI OFFICIALS	ENSATION TO, OR OWNERSHIP BY, C	CITY ELECTED
Has the Disclosing Party provided any incom 12-month period preceding the date of this E	ne or compensation to any City elected official du EDS? [] Yes	aring the [X] No
Does the Disclosing Party reasonably expect official during the 12-month period following	to provide any income or compensation to any C g the date of this EDS? [] Yes [X J No	tity elected
If "yes" to either of the above, please identify such income or compensation:	y below the name(s) of such City elected official(s	s) and describe
• •	of the Disclosing Party's knowledge after reasona	
	domestic partner, have a financial interest (as defined as a constant of the Diselection Party?	ined in
Chapter 2-156 of the Municipal Code of Chic	cago (MCC)) in the Disclosing Party?	
If "yes," please identify below the name(s) (s) and describe the financial inlerest(s).	of such City elected official(s) and/or spouse(s))/domeslic partner

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 Parly has retained or expects lo retain in connection with the Mailer, as well as the nature of the relationship, and the total amount of the fees paid or estimated lo be paid. The Disclosing Parly is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain w hether a disclosure is required under this Section, the Disclosing Parly 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)

None

Relationship to Disclosing Party

Relationship to Disclosing Party

Sees (indicate whether paid or estimated.) NOTE:

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

None

(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 of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

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

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

| | Yes | | No

B. FURTHER CERTIFICATIONS

- 1. I 'I'his paragraph I 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 line. 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 Parly 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 lo all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Enlily" (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 lo do business with federal or stale or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Enlily 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 Enlily or any other official, agent or employee of the Disclosing Parly, any Contractor or any Affiliated Entity, acting pursuant

to the direction or authorization of a responsible official of the Disclosing Parly, 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 stale or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 IECS 5/33E-4; or (3) any similar offense of any stale or of the United Slates of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Enlily is listed on a Sanctions List maintained by the United Stales Department of Commerce, Stale, or Treasury, or any successor federal agency.
- 8. |TOR 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 lo commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the Cily or any "sister agency"; and (ii) the Applicant understands and acknowledges thai compliance with Article I is a continuing requirement for doing business with the 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. |LOR APPLICAN T 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").

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hired in connection w ith the Matter certification (9) above and w ill not. without the prior written	vill obtain from any contractors/subcontractors hired or to be sequal in form and substance to those in Certifications (2) and consent of the City, use any such age 6 of 14
contractor/subcontractor that does not provide s has not provided or cannot provide truthful certif	such certifications or that the Applicant has reason to believe ications.
11. If the Disclosing Party is unable to certify to Certifications), the Disclosing Party must explain N/A	any of the above statements in this Part B (Further a below:
If the letters "NA," the word "None," or no represumed that the Disclosing Party certified to the	response appears on the lines above, it will be conclusively as above statements.
all current employees of the Disclosing Party wh	lge after reasonable inquiry, the following is a complete list of o were, at any time during the 12-month period preceding the binted official, of the City of Chicago (if none, indicate with
N/A	
all gifts that the Disclosing Party has given or car preceding the execution date of this EDS, lo an e Chicago. For purposes of this statement, a "gift" employees or to ihe general public, or (ii) food or having a retail value of less than \$25 per recipien	lge after reasonable inquiry, the following is a complete list of used to be given, at any time during the 12-month period imployee, or elected or appointed official, of the City of does not include: (i) anything made generally available to City in drink provided in the course of official City business and at, or (iii) a political contribution otherwise duly reported as "none"). As to any gift listed below, please also list the name
C. CERTIFICATION OF STATUS AS FINANC	CIAL INSTITUTION

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

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

| X | is not

| | is

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2. If the Disclosing Party IS a financial institution, then the Disclosing Parly pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge thai none of our affiliates is. and none of them will become, a predator) 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 Cily."
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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] No

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

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

3. If you checked "Yes" lo Item D(1), 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 Parts 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 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. lax 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):

N/A

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

2. The Disclosing Parly has not spent and will not expend any federally appropriated funds to pay any person or enlily listed in paragraph A(I) above for his or her lobbying activities or to pay any person or entity to inlluence or attempt lo inlluence 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.2017-1

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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 lo submit the following information with their bids or in writing at ihe outset of negotiations.

Is the Disclosing Party the Applicant?

If "Yes," answer the three questions below:

1. I lave you developed and do you have on file affirmative action programs pursuant to applicable federal

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regulations? (See 41 CFR Part 60-2.)	- -	-	
Yes			

2. I lave you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the I

qual Employment Opportunity Commission all reports due under the applicable filing requirements?

| | Yes | | No | | Reports not required

3. 1 lave you participated in any previous conlracts or subcontracts subject to the equal opportunity clause?

|| Yes ' || No

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

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SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City 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 of the information provided in, and appended lo, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City

in connection with ihe public release of information contained in this EDS and also authorizes the Cily lo verify the accuracy of any information submitted in this EDS.

E. The information provided in this EDS must be kepi current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City lakes action on the Matter. If the Mailer 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 Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

Alcion Capital III, L.P.

(Print or type exact legal name of Disclosing Party)

(Sign here)

Eugene DelFavero (Print or type name of person signing)

Authorized Signatory (Print or type title of person signing)

Signed and sworn to before me on (date) CSv\v\ ^ ^ ^Q\'^ at Sv^u W

County, $< \W s^{\ } (state)$.

Commission expires: ^^v^vj^ -Slo'vS

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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.

"Applicable Party" means (I) all executive officers of the Disclosing Party listed in Section II.B.1 .a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a 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 Parly. "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.

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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
If yes, please identify below (I) the name and title of such person, (2) the name of the legal entity lo which such person is connected: (3) the name and title of the elected cily official or department head lo whom such person has a familial relationship, and (4) the precise nature of such familial relationship.
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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B
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 code scofflaw or problem landlord pursuant to MCC Section 2-92-416?
[] Yes [X] No
2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applicant identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

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.

| X] The Applicant is not publicly traded on any exchange.

[] No

| j Yes



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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: Alcion

Capital GP III, LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. [] the Applicant

OR

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

OR

- 3. [X 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: Alcion Capital III, L.P.
- B. Business address of the Disclosing Party: C/O Alcion Real Estate Partners Master fund III, L.P.

One Post Office Square - Suite 3150, Boston, MA 02109

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C. Telephone: 617-603-1040	Tax: 617-603-1001	Email: gdelfavcro^alcionvcnlurcs.com
D. Name of contact person: Eugen-	e Dell'avero	
Pi. Federal Employer Identification	No. (if you have one):	
F. Brief description of the Matter loif applicable):	o which this EDS pertains.	(Include project number and location of properly,
Zoning amendment application for	922-924 W. George Streel	
G. Which Cily agency or department	nt is requesting this I-I)S? Γ	Dept. of Planning & Development
If the Matter is a contract being complete the following:	ng handled by the City's	Department of Procurement Services, please
Specification// N/A	and Contrac	t// N/A
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SECTION II ~ DISCLOSURE OF	OWNERSHIP INTERESTS	S
A. NATURE OF THE DISCLOSIN	NG PARTY	
[] Person		1. Indicate the nature of the Disclosing
Publicly registered business corp		
[] Privately held business corporati [] Sole proprietorship	ion	
[] General partnership		
[] Trust		
[X] Limited liability company		
[] Joint venture		
[] Not-for-profit corporation	vo a 501(a)(2))2	
[X] Limited liability company [] Limited liability partnership [] Joint venture		

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

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] Yes	f X] No	[] Organized in Illinois
B. IF THE DISCLOSI	NG PARTY IS A LEG	GAL ENTITY:
(ii) for not-for-profit co write "no members wh executor, administrator companies, limited liab	orporations, all members, are legal entities"), or similarly situated of partnerships or justing the partnerships	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, y; (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 enli	ly listed below must s	submit an EDS on its own behalf. Name
Title		
Martin /ieff		Managing Member
current or prospective excess of 7.5% of the A	(i.e. within 6 months a Applicant. Examples o	concerning each person or legal enlily having a direct or indirect, after Cily action) beneficial interest (including ow nership) in of such an interest include shares in a corporation, partnership rest of a member or manager in a
limited liability compa "None."	any, or interest of a l	beneficiary of a trust, estate or other similar entity. If none, state
NOTE: Each legal enti	ty listed below may b	e required to submit an EDS on its own behalf.
Name	Business Address	Percentage Interest in the Applicant
Martin Zieff		<u>51%</u>
Eugene Delfavero		<u>49%</u>
SECTION III - INO OFFICIALS	COME OR COMP	ENSATION TO, OR OWNERSHIP BY, CITY ELECTED
Has the Disclosing Par	ty provided any incor	me or compensation to any City elected official during the

12-month period preceding the date of this EDS? [X] No []Yes

Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected

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official during the 12-month period following the date of this EDS? [] Yes [X] No
If "yes" to either of the above, please identify below the name(s) of such City elected oflicial(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?
If "yes." please identify below the name(s) of such Cily elected olTicial(s) and/or spouse(s)/domestic partner(s) and describe Ihe financial interest(s).
SECTION IV DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES
The Disclosing Parly 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 lo retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required lo disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Parly is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the Cily

whether disclosure is required or make the disclosure.

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

None

Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.) Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.

(Add sheets if necessary)

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

SECTION V - CERTIFICATIONS

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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 f] No f 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?

| | 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 dale of this EDS, neither the Disclosing Parly nor any Affiliated Entity |see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e.. an individual or enlily with legal, auditing, investigative, or other similar skills, designated by a public agency lo help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine. fee. tax or other source of indebtedness owed lo the City of Chicago, including, but not limited to. w ater and sewer charges, license fees, parking tickets, properly taxes and sales taxes, nor is the Disclosing Part) 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

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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 Cily 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 w ith federal or stale or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect lo Contractors, the term Affiliated Entity means a person or enlily 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 Parly, any Contractor or any Affiliated Enlily or any other official, agent or employee of the Disclosing Party, any Contractor or an)' Affiliated Entity, acting pursuant lo the direction or authorization of a responsible official of the Disclosing Part), any Contractor or any Affiliated Enlily (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;

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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 ol'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 stale or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rolating.
- 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] 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 lo commit bribery, thel'l, 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 Cily. 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. |F()R 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. |TOR APPLICAN T 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 Cily. use any such

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

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

N/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.

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").

 \sim n7a

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

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

| | is | I 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 predator)' 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):

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	• /	
	ne word "None," or no response apped that the Disclosing Party certified	
D. CERTIFICATION	N REGARDING FINANCIAL INT	EREST IN CITY BUSINESS
Any words or terms of	lefined in MCC Chapter 2-156 have	e the same meanings if used in this Part D.
reasonable inquiry, de		best of the Disclosing Party's knowledge after City have a financial interest in his or her own name or
[] Yes	[X] No	
=	ed "Yes" to Item D(l), proceed to Ite D(3) and proceed to Part E.	ems D(2) and D(3). If you checked "No" to Item D(1),
employee shall have the purchase of any p by virtue of legal pro-	a financial interest in his or her own roperty that (i) belongs lo the City, cess at the suit of the Cily (collective	ding, or otherwise permitted, no City elected official or n name or in the name of any other person or enlily in or (ii) is sold for taxes or assessments, or (iii) is sold vely, "Cily Properly Sale"). Compensation for properly not constitute a financial interest within the meaning of
Does the Mailer invo	lve a Cily Properly Sale?	
Yes	No	
	Yes" to Item D(1), provide the ach financial interest and identify the	names and business addresses of the Cily officials or e nature of the financial interest:
Name	Business Address	Nature of Financial Interest
4. The Disclosing Pa by any Cily official o	-	bited financial interest in the Matter w ill be acquired

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

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

- 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

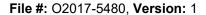
I. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Mailer: (Add sheets if necessary):

N/A

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

2. The Disclosing Parly has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(I) above for his or her lobbying activities or lo pay any person or enlily to inlluence or attempt to inlluence 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

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funded grant or loan, en	ntering into any	•	Tederally funded contract, or to extend, continue, rennent.	
_	t that materially	-	on at the end of each calcof the statements and in	<u> </u>
the Internal Revenue C	ode of 1986; or (but has not enga	(ii) it is an organization daged and will not engage	organization described in section 501(c in "Lobbying Activities,")(4) of the Internal
substance to paragraphs the Disclosing Party mo	s A(l) through A ust maintain all s	(4) above from all subco	arty must obtain certificate ontractors before it awards ifications for the duration on request.	any subcontract and
B. CERTIFICATION I	REGARDING E	QUAL EMPLOYMENT	OPPORTUNITY	
	-	_	ns require the Applica their bids or in writi	
Is the Disclosing Party	the Applicant?			
If "Yes," answer the th	ree questions bel	low:		
1. I lave you develope regulations? (See 41 Cl	•	ve on file affirmative act	tion programs pursuant lo	applicable federal
•	-	_	ector of the Office of Fed Commission all reports du	
Yes	I I No	Reports not required		
3. I lave you participa opportunity clause?	ted in any previo	ous contracts or subcontra	acts subject lo the equal	
Yes	No			
If you checked "No" to	question (I) or ((2) above, please provide	an explanation:	



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SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City 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 lo the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response lo 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 verily the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the evenl of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Mailer. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Parly must update this EDS as the contract requires. NOTE: With respect to Mailers subject to MCC Chapter 1-23, Article 1 (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.

Page II ol N

CERTIFICATION

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

Alcion Capital GP III, LLC

(Print or type exact legal name of Disclosing Party)

Eugene DelFavero

(Print or type name of person signing)

Authorized Signatory

(Print or type title of person signing)

Signed and sworn to before me on (date)

at TSvvN-VcAVs County, ,,<vg w & (state).

Commission expires: 3 oV"&

J

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.

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

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

If yes. please identify below (I) the name and title of such person. (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head lo w hom 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

RIII.DING	CODE SCOFI	FLAW/PROBLEM LANDLORD CERTIFICATION
This Appendix is to be com	npleted only by opplicant exceeds	(a) the Applicant, and (b) any legal entity which has a direct ing 7.5% (an "Owner"). It is not to be completed by any legal entity
1. Pursuant to MCC Section or problem landlord pursua		s the Applicant or any Owner identified as a building code scofflaw tion 2-92-416?
[] Yes	[X] No	
	* *	ly traded on any exchange, is any officer or director of the Applicant roblem landlord pursuant to MCC Section 2-92-416?
[] Yes	[] No	X] The Applicant is not publicly traded on any exchange.
• • • • • • • • • • • • • • • • • • • •	-	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

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable: Alcion Real Estate Partners Fund III-A, L.P.

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

- 1. [| the Applicant OR
- 2. f X | a legal entity currently holding, or anticipated to hold within six months after City action on
- 2. the contract, transaction or other undertaking lo 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: AC 922 W George Owner LLC
- 3. | | a legal entity with a direct or indirect right of control of the Applicant (see Section II(U)(1)) Slate the legal name of the enlily in which the Disclosing Parly holds a right of control:

C/O Alcion Real Estate Partners Master Fund III, L.P

One Post Office Square - Suite 3150, Boston MA 02109

Email: gdellaverofeiialcionvenlures.com http://gdellaverofeiialcionvenlures.com

- D. Name of contact person: I'-u^iiy L)c"iav*rro_ ~~" ""
- E. federal Employer Identification No. (if you have one):
- I'. Uriel'description of the Matter lo which this EDS pertains. (Include project number and location of property, if applicable):

Zoning amendment application for 922-924 VV George St reel

G. Which Cily agency or department is requesting this EDS? '^'P¹- of Planning & Development

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

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Specification //
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SECTION II DISCLOSURE OF OWNERSHIP INTERESTS
A. NATURE OF THE DISCLOSING PARTY
1. Indicate the nature of the Disclosing Party: [] Person
2. For legal entities, the stale (or foreign country) of incorporation or organization, if applicable: Delaware
3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity?
Yes
13. IF I I IE DISCLOSING 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 parly; (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 enlily 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
Alcion Capital III, IP. General Partner

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

of 7.5% of the Applican		Cily action) beneficial interterest include shares in a coor manager in a	,	- /
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limited liability compan	y, or interest of a benefic	iary of a trust, estate or othe	er similar entity.	If none, state
NOTE: Each legal entity	v listed below may be req	uired to submit an EDS on	its own behalf.	
Name Atlantic AREP III, LLC (1)	Business Address 600 Atlantic Avenue Boston,	S	Interest in the A	pplicant
Board of Regents of the Univ	versity of Texas System (1) 40	1 Congress Avenue - Suite 2800) Austin, TX 78701	30.62%
Mayo Clinic Master Retirem	ent Trust (1) 200 F	irst Street SW Rochester, MN 55	5905 8.98%	
		plans, pension plans, or endown SATION TO, OR OWN		CITY ELECTED
= -	y provided any income or ing the dale of this EDS?	compensation lo any City	elected official of	luring the [X] No
_		rovide any income or comp date of this EDS? [] Yes	•	City elected
If "yes" lo either of the a such income or compens		ow the name(s) of such City	y elected oflicial	(s) and describe
inquiry, any City elected Chapter 2-156 of the Mu	l official's spouse or dom unicipal Code of Chicago X No	e Disclosing Parly's knowled estic partner, have a financial ("MCC")) in the Disclosing	ial interest (as de g Party?	efined in
(s) and describe the fina		uch City elected official(s	, and or spouse(sydomesne parmer

SEC TION IV -- DISC LOSHRE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as

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defined in MCC Chapter 2-1 56). accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects lo retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated lo be paid. The Disclosing Party is not required lo disclose employees who are p;iid solely through the Disclosing Party's regular payroll. If the Disclosing Parly is uncertain whether a disclosure is required under this Section, the Disclosing Pari} must either ask the Cily whether disclosure is required or make the disclosure.

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Name (indicate whether retained or anticipated to be retained)

None

Relationship to Disclosing Party

Relationship to Disclosing Party

Sees (indicate whether paid or estimated.) NOTE:

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

None

(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.

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

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

If "Yes," has the person entered into a 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 Parly 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 line. fee. tax or other source of indebtedness owed to the City of Chicago, including, but not limited lo. water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Parly delinquent in the payment of am lax administered by the Illinois Department of Revenue.

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section 11(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date 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, stale or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this HDS, 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 Cily or by the federal government, any stale, 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 Parly in connection with the Matter, including but nol limited lo 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 Parly, 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 follow ing the ineligibility of a business entity to do business with federal or stale or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it. or, with the Contractor, is under common control of another person or entity;

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

Page 5 of 14

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)(Confracts 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 ol'their employees, officials, agents or partners, is barred from contracting with any unit of slate or local government as a result ol"engaging in or being convicted of (I) bid-rigging in violation ol"720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any stale or of the United Stales of America thai contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Parly nor any Affiliated Enlily is listed on a Sanctions List maintained by the United States Department of Commerce, Stale, or Treasury, or any successor federal agency.
- 8. 11 OR 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

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actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonest) or deceit against an officer or employee of the Cily or an}- "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article 1 is a continuing requirement fordoing 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. |LOR 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. |LOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Mailer certifications equal in form and substance lo those in Certifications (2) and (9) above and will not. without the prior written consent of the Cily. use any such

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

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

N/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.

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").

N/A

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 lo be given, at any lime 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 "gilt" does not include: (i) anything made generally available to City employees or lo 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.

N/A

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C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

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

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

"We are not and will not become a predator) lender as defined in MCC Chapter 2-32. We further pledge thai 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 predator) lender or becoming an affiliate of a predator) 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 affdiates (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?

NOTE: If you checked "Yes" lo Item D(1), proceed lo Items D(2) and D(3). If you checked "No" to Item D(1), skip Items D(2) and D(3) and proceed lo Part li.

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

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laken pursuant to the this Part I).	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 l)(I). provide the rach 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 Paby any Cily official o	•	ibited financial interest in the Matter will be acquired

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

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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. lax 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):

N/A

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

2. The Disclosing Party has not spent and will not expend any federally appropriated funds lo pay any person or enlily listed in paragraph A(I) above for his or her lobbying activities or to pay any person or entity lo inlluence or attempt to inlluence an officer or employee of any agency, as defined by applicable federal law. ;i member of Congress, an officer or employ ee of Congress, or an employ ee V r. 1>17-I Pag-VoI'M

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(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.

13. 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

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negotiations.		
Is the Disclosing Party	the Applicant?	
Yes	X No	
If "Yes," answer the th	nree questions be	low:
1. I lave you develop regulations? (See 41 C	•	eve on file affirmative action programs pursuant to applicable federal
<u>-</u>	-	rting Committee, the Director of the Office of Federal Contract apployment Opportunity Commission all reports due under the applicable Reports not required
		ous contracts or subcontracts subject lo the equal
		(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 lo participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award lo the City of treble damages.

- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in. and appended to. this EDS may be made publicly available on the Internet, in response lo 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 Cily lo verily 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 Pari)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 Serv ices, the Disclosing Parly must update this EDS as the contract requires. NOTE: With respect lo Matters subject lo 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 2-154-1)20.

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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 Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

Alcion Real Estate Partners Fund III-A, L.P.

(Print or type exact legal name of Disclosing Party)

By:

Eugene DelFavero (Print or type name of person signing)

Authorized Signatory (Print or type title of person signing)

Signed and sworn to before me on (date) " TwV>^ [c, AoNl

at -Svx
rX
-o V County. $a, < L \le ^ (state)$.

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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 of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (I) all executive officers of the Disclosing Party listed in Section Il.B.l.a.. if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Parly is a general partnership; all general partners and limited partners of the Disclosing Parly, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Parly is a limited liability company; (2) all principal officers of the Disclosing 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 enlily or any person exercising similar authority.

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	osing Parly or any "Applicable Party" or any Spouse or Domestic Partner thereof currently lationship" with an elected cily official or department head?
Yes	X No
such person is con	dentify below (1) the name and title of such person. (2) the name of the legal entity low hich inected; (3) the name and title of the elected city official or department head to whom such ital relationship, and (4) the precise nature of such familial relationship.
Paye 13 of 14	
	CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B
BU	ILDING 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.

or problem landlord pursuant to MCC Section 2-92-416?

[]Yes [X]No

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

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?

3. II"yes to (1) or (2) above, please identify below the name of each person or legal enlily 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

SECTION I - GENERAL INFORMATION

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

Real Estate Partners Fund III-B, L.P.

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

- 1. [] the Applicant
 - OR
- 2. f X] a legal entity currently holding, or anticipated to hold within six months after City action on the contract, transaction or other undertaking to which this EDS pertains (referred to below as the "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal name: AG 922 W George Owner LLC

~OR

- 3. | | a legal entity with a direct or indirect right of control of the Applicant (see Section II(B)(1)) State the legal name of the entity in which the Disclosing Party holds a right of control:
- <u>Ii. Business address of the Disclosing Party: C/O Alcion Real Estate Partners Master Fund HI, L.P.</u>

 One Post Office Square Suite 3150, Boston, MA 02109

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			<u> </u>
C. Telephone: "17-60	3-1040	Fax: ^17-603- I00J	Email: gdell\wcro(_>alcionvcnlurcs.com
I). Name of contact po	erson: Eugene	Dell-'avcro	
E. Federal Employer	Identification	No. (if you have one):	
F. Brief description properly, if applicable		r lo which this EDS pertain	ns. (Include project number and location of
Zoning amendment a	pplication for	922-924 W. George Si reel	
(i. Which Cily agency	or departmen	at is requesting this EDS? ^{I)c} P«	- ol"PlanninB &_I)cvclopmcni
If the Matter is a control complete the following	_	dled by the City's Department	of Procurement Services, please
Specification// N/A		and Contract//	N/A
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SECTION II - DISC	LOSURE OI	OWNERSHIP INTEREST	\mathbf{S}
A. NATURE OF THE	E DISCLOSIN	IG PARTY	
[] Person [] Publicly registered [] Privately held busi [] Sole proprietorship [] General partnership [] Limited partnership [] Trust [] Limited liability conduction, [X] Limited liability [] Joint venture [] Not-for-profit computes the not-for-profit computes [] Yes [] [ness corporation p p p ompany p partnership corporation als	on	
2. For legal entities, the	ne state (or for	reign country) of incorporation	or organization, if applicable: Delaware
3. For legal entities not the State of Illinois as	-		organization registered to do business in
[] Yes	X No	Organized in	Illinois

IL IF THE DISCLOSING PARTY IS A LEGAL ENTITY:		
1. List below the full names and titles, if applicable, of: (i) all executive (ii) for not-for-profit corporations, all members, if any. which are legal en write "no members which are legal entities"); (iii) for trusts, estates or oth executor, administrator, or similarly situated party; (iv) for general or limit companies, limited liability partnerships or joint ventures, each general partnerships or legal entity that directly or indirectly controls the day-	tities (if there are no su er similar entities, the t ted partnerships, limite artner, managing memb	ch members, rustee, d liability er, manager or
NOTE: Each legal entity listed below must submit an LIDS on its own be	half.	
Name Title		
Alcion Capital III, IP General Partner		
2. Please provide the following information concerning each person or leg current or prospective (i.e. w ithin 6 months after City action) beneficial in excess of 7.5% of the Applicant. Examples of such an interest include sha interest in a partnership or joint venture, interest of a member or manager	nterest (including ow no res in a corporation, pa	ership) in
Page 2 ol 14		
limited liability company, or interest of a beneficiary of a trust, esta state "None."		
NOTE: Each legal entity listed below may be required to submit an		
Name Alcion Fund III-B Feeder, LLC Business Address One Post Office Square - Suite 3150 Boston, MA 02109 25.08	ntage Interest in the A 9%	pplicant
Arizona PSPRS (1) 3010 East Camelback Road - Suite 200 Phoenix, AZ 85016 24.8 Texas Municipal Retirement System (1) 1200 North Interstate 35 Austin, Employee's Retirement System (1) 400 West A Street - Suite 400 San Diego, CA 92101 9.9243%	TX 78701 24.8108%	San Diego City
Footnote (1) The above entities are either public pensions, pension plans, or endowments SECTION III - INCOME OR COMPENSATION TO, ELECTED OFFICIALS	OR OWNERSHIP	BY, CITY
Has the Disclosing Party provided any income or compensation the	to any City elected o	official during
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

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, lo 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 Parly?

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

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

PasoJ of 14

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None."

NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf.

Name Business Address Percentage Interest in the Applicant Alcion Fund III-B Feeder, LLC One Post Office Square - Suite 3150 Boston, MA 02109 25.089%

Arizona PSPRS (1) 3010 F.asl Camelback Road - Suite 200 Phoenix, A/. 85016 24.8108%

Texas Municipal Retirement System (1) 1200 North Interstate 35 Austin, TX 78701 24.8108% San D*p*Ci!y Employee's Retirement System (1) 400 West A Street - Suite 400 San Diego, CA 92101 9.9243%

Foot nine (!) The above entities are either public pensions, pension plans, or endowments

SECTT6n III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

File #: O2017-5480, Versio r	n: 1			
Has the Disclosing Party 12-month period precedi	-	ony income or compensation to an of this EDS?	ny City elected official	during the
<u> </u>		y expect to provide any income of following the date of this EDS?	1	City elected
If "yes" to either of the all such income or compensations.	_	e identify below the name(s) of s	uch City elected oflicia	l(s) and describe
	•	the best of the Disclosing Party's	9	
Chapter 2-156 of the Mu	nicipal Cod X No	le of Chicago ("MCC ¹ ")) in the D	Disclosing Party?	
If "yes." please identify partner(s) and describe the		ne name(s) of such City elect interesl(s).	ed oflicial(s) and/or s	spouse(s)/domeslic
SECTION IV « DISC L	OSURE O	OF SUBCONTRACTORS AND	OTHER RETAINED	PARTIES
defined in MCC Chapter Party has retained or exp anil the total amount of the employees who are paid	2-156). accepts to retain the fees paid solely throus losure is re-	the name and business address of countant, consultant and any other in in connection with the Matter, if or estimated lo be paid. The Disaigh the Disclosing Party's regular quired under this Section, the Discke the disclosure.	r person or entity whom as well as the nature of closing Party is not req payroll. If the Disclosi	n the Disclosing f the relalionship. uired lo disclose ing Party is
Page 3 of 14				
Name (indicate whether retained or anticipated to be retained) None	Business Address	Relationship to Disclosing Par (subcontractor, attorney, lobbyist, etc.)	rty Fees (indicate who paid or estimate "hourly rate" or not an accepta	ted.) NOTE: "t.b.d." is

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

(Add sheets if necessary)

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t j	0	v	,	,	v	1

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 of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

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

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 I applies only if the Mailer is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the dale of this EDS. neither the Disclosing 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 lo 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 Part) and its Affiliated Entities are not delinquent in the payment of any line. fee. tax or other source of indebtedness ow ed to the City of Chicago, including, but not limited to. w ater and sewer charges, license fees, parking tickets, properly taxes and sales taxes, nor is the Disclosing Parly delinquent in the payment of any lax administered by the Illinois Department of Revenue.

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section 11(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date 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

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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 dale 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 Parly 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 Parly;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Parly in connection with the Mailer, including but not limited lo all persons or legal entities disclosed under Section IV. "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Enlily" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is. with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees: or organization of a business entity following the ineligibility of a business entity to do business with federal or stale or local government, including the Cily. using .substantially the same management, ownership, or principals as the ineligible entity. With respect lo 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 enlily;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Parly, any Contractor or any Affiliated Entity, acting pursuant lo the direction or authorization of a responsible official of the Disclosing Parts , any Contractor or any Affiliated Enlily (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

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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 A Hi Mated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United Stales of America that contains the same elements as the offense ol'bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Enlity is listed on a Sanctions List maintained by the United States Department of Commerce, Stale, or Treasury, or any successor federal agency.
- 8. |LOR APPLICAN T 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 lo commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the Cily or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement fordoing business with the Cily. 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. |LOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use. nor permit their subcontractors lo use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. | TOR 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 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:

N/A

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

- 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").
- 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 Cily of Chicago. For purposes of this statement, a "gill" does not include: (i) anything made generally available to City employees or lo the general public, or (ii) food or drink provided in the course of official Cily business and having a relail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate wilh "N/A" or "none"). As lo any gift listed below, please also list the name of the City recipient.

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Parly 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 Parly 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 predator) 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

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additional pages if r	necessary):	· · · · · · · · · · · · · · · · · · ·
	the word "None," or no response a ned that the Disclosing Party certif	appears on the lines above, it will be fied to the above statements.
D. CERTIFICATIO	ON REGARDING FINANCIAL IN	NTEREST IN CITY BUSINESS
Any words or terms	defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
reasonable inquiry,		he best of the Disclosing Party's knowledge after he City have a financial interest in his or her own name or ?
[]Yes [X]No		
•	xed "Yes" to Item D(l), proceed lo D(3) and proceed to Part E.	Items D(2) and D(3). If you checked "No" to Item D(1),
employee shall have the purchase of any by virtue of legal pr	e a financial interest in his or her of properly that (i) belongs to the Citocess at the suit of the Cily (collec-	oidding, or otherwise permitted, no City elected official or own name or in the name of any other person or entity in ly, or (ii) is sold for taxes or assessments, or (iii) is sold etively, "City Property Sale"). Compensation for property sees not constitute a financial interest within the meaning of
Does the Mailer inv	volve a City Property Sale?	
Yes	No	
•	, , , , ,	e names and business addresses of the City officials or ihe nature of the financial interest:
Name	Business Address	Nature of Financial Interest
4. The Disclosing by any City official	•	phibited financial interest in the Matter will be acquired
Page 8 of 14		

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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 Cily 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):

N/A

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

2. I he Disclosing Parly has not spent and will not expend any federally appropriated funds to pay any person or enlily listed in paragraph A(1) above for his or her lobbying activities or lo pay any person or entity

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to inlluence or attempt lo inlluence 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 Vcr.2()l 7-1 Payc«)ofl4
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 of negotiations.
Is the Disclosing Party the Applicant?
If "Yes," answer the three questions below:
1. 1 lave you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.) Yes
2. I lave 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 tiling requirements?
Yes
3. 1 lave you participated in any previous contracts or subcontracts subject lo the equal opportunity clause? Yes ' No

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11'you checked "No" lo question (I) or (2) above, please provide an explanation:

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SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City 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 lo allow the Disclosing Parly 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 lo make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in. and appended lo, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing 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 lo 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 lo 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 Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

Alcion Real Estate Partners Fund III-B, L.P.

(Print or type exact legal name of Disclosing Party)

Eugene DelFavero (Print or type name of person signing)

Authorized Signatory (Print or type title of person signing)

Signed and sworn to before me on (date) Ty>-W^

at tx^oWs County. v.c^s (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 of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II. IL1 .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 Parly, if the Disclosing Parly is a limited liability company; (2) all principal officers of the Disclosing Parly; and (3) any person having more than a 7.5% ownership interest in the Disclosing Parly. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

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

If yes, please identify below (I) the name and title of such person. (2) the name of the legal entity to w hich such person is connected: (3) the name and title of the elected cily official or department head lo w hom 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 code scofflaw or problem landlord pursuant to MCC Section 2-92-416?
[] Yes [X] No
2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applicant identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?
[Yes I J No X J The Applicant is not publicly traded on any exchange.
3. If yes to (I) or (2) above, please identify below the name of each person or legal entity identified as a building code scofflaw or problem landlord and the address of each building or buildings to which the pertinent code violations apply.

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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: Alcion

Fund III-B Feeder, 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 the contract, transaction or other undertaking to which this EDS pertains (referred to below as the "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal name: AG 922 W George Owner LLC

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:
- Business address of the Disclosing Party: C/O Alcion Real Estate Partners Master Fund III, L.P.
 One Post Office Square Suite 3150, Boston, MA 02109

C. Telephone: 617-603-1040 |:ax: 617-603-1001 Email: gdelfavero^alcionventures.com

D. Name of contact person: Eugene DelFavcro

- E. Federal Employer Identification No. (if you have one):
- 1". Brief description of the Mailer lo which this EDS pertains. (Include project number and location of property, if applicable):

Zoning amendment application for 922-924 W. George Street

(i. Which City agency or department is requesting this IIDS? ^{1)c}P'- " Planning & Development

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Procurement	Services,	please
ate the nature	of the Dis	closing
n, if applicab	le: Delawa	re
gistered to do	business in	n
at	te the nature	rocurement Services, te the nature of the Dis

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.

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Name Title				
Alcion Capital Miocker I	II, I.I.C			
current or prospective (i.e of 7.5% of the Applicant.	owing information concerning within 6 months after Cily at Examples of such an interest re, interest of a member or ma	ction) beneficial interest (include shares in a corpor	including own	nership) in excess
Page 2 of 14				
limited liability comp none, state "None."	any, or interest of a benef	ficiary of a trust, estate	e or other s	imilar entity. If
NOTE: Each legal enti	ty listed below may be requ	ired to submit an EDS o	on its own be	half.
Name K US RE Investments NO. 2 LIM	Business Address	Percentage In	terest in the	Applicant
SECTION III » INCO OFFICIALS	OME OR COMPENSATIO	ON TO, OR OWNERS	HIP BY, CI	TY ELECTED
Has the Disclosing Pa	rty provided any income of	or compensation to any	City elected	d official during
	ding the date of this EDS?		[] Yes	[X] No
	arty reasonably expect to protein 12-month period follows:			o any City [X] No
If "yes" to either of the describe such income of	above, please identify below or compensation:	w the name(s) of such C	ity elected o	oflicial(s) and
inquiry, any City electe	official or. to the best of the ed official's spouse or dome. Iunicipal Code of Chicago (X No	stic partner, have a finar	ncial interest	

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

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED **PARTIES**

The Disclosing Parly 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 Parly'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.

Page 3 of N

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

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

paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.

None

(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 of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

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

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

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person in compliance with that agreement?	 ··· o	 rr

B. FURTHER CERTIFICATIONS

| | No

- 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 Parly 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 enlily with legal, auditing, investigative, or other similar skills, designated by a public agency lo help the agency monitor ihe activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered lor agency contracts in the future, or continue with a contract in progress).
- 2. The Disclosing Parly and ils Affiliated Entities are not delinquent in the payment of any line. fee. lax 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 Parly delinquent in the payment of any tax administered by the Illinois Department of Revenue.

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| | Yes

- 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.

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- 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 Parly, 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 stale or local government, including the City, using substantially the same management, ownership, or principals as ihe ineligible enlily. With respect to Contractors, the term Affiliated Entity means a person or entity thai directly or indirectly controls the Contractor, is controlled by it. or, with ihe Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Enlily or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant lo the direction or authorization of a responsible official of the Disclosing Parly, 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

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d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

- 6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, Stale, or Treasury, or any successor federal agency.
- 8. |FOR APPLICAN T ()NLY| (i) Neither the Applicant nor any "controlling person" |see MCC Chapter 1-23, Article 1 for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of. or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the Cily or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance wilh Article I is a continuing requirement fordoing 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 APPLICAN T 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 APPLICAN T ()NLY| The Applicant will obtain from any contractors/subcontractors hired or lo be hired in connection with the Mailer certifications equal in form and substance to those in Certifications (2) and (9) above and will not. without the prior written consent of the Cily. use any such

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

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

N/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.

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").

N/A

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 lo 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 lo 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)

| | 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 of the privilege of doing business with the Cily."

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If the Disclosing Party is unable to make this pledge because it or any of its affdiates (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

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	d that the Disclosing Party certified	
D. CERTIFICATION	REGARDING FINANCIAL INT	EREST IN CITY BUSINESS
Any words or terms d	efined in MCC Chapter 2-156 have	e the same meanings if used in this Part D.
reasonable inquiry, do		best of the Disclosing Party's knowledge after City have a financial interest in his or her own name or
[] Yes	[X] No	
~	ed "Yes" to Item D(l), proceed to It D(3) and proceed lo Part E.	tems D(2) and D(3). If you checked "No" to Item D(1),
employee shall have a the purchase of any proby virtue of legal proc	financial interest in his or her own roperty that (i) belongs lo the City, less at the suit of the Cily (collective	ding, or otherwise permitted, no City elected official or n name or in the name of any other person or entity in or (ii) is sold for taxes or assessments, or (iii) is sold yely, "Cily Property Sale"). Compensation for properly not constitute a financial interest within the meaning of
Does the Mailer invol	ve a City Property Sale?	
Yes	No	
=	Yes" to Item D(I), provide the rh financial interest and identify the	names and business addresses of the City officials or e nature of the financial interest:
Name	Business Address	Nature of Financial Interest
4. The Disclosing Pa by any Cily official or	-	bited financial interest in the Mailer will be acquired
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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

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

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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. I or 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 Parly with respect to the Matter: (Add sheets if necessary):

N/A

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

2. i he Disclosing Party has not spent and will not expend any federally appropriated funds lo pay any person or enlily listed in paragraph A(I) above for his or her lobbying activities or to pay any person or enlily to inlluence or attempt to inlluence an officer or employee of any agency, as defined by applicable federal law . a member ol" Congress, an officer or employee of Congress, or an employee Vcr.2017-1 Paye«>ofN

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

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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.
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.
FJ. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY
If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.
Is the Disclosing Party the Applicant? Yes X) No
If "Yes," answer the three questions below:
1. I lave you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.) Yes
2. I lave 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
3. I lave you participated in any previous contracts or subcontracts subject to the equal opportunity clause?
Yes
If you checked "No" lo 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 of the information provided in, and appended to this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City lo verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the Cily takes action on 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 Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

Alcion Fund III-B Feeder, LLC

(Sigtrfiere) Eugene DelFavero

(Print or type exact legal name of Disclosing Party)

By:

(Print or type name of person signing)

Authorized Signatory (Print or type title of person signing)

Signed and sworn to before me on (date) *ZTV-Av $_t$ to ^DX'''1' , at

 $^>$ ^o\V-x County, \W^v?W>% (state). V

%.-c.c,.v..

Slojary Public $.S, < v,_x$ $V \land . \ll v \land$

Commission expires: ^\wo^V 3₁ r X.C•■ \%

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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.

"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?

If yes, please identify below (I) the name and title of such person. (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a 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 code scofflaw or problem landlord pursuant to MCC Section 2-92-416?
[] Yes [X] No
2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applican identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?
[] Yes I] No [X] 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 pertine code violations apply.

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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: Alcion

Capital Blocker III, LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

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

OR

- 3. [X] a legal entity with a direct or indirect right of control of the Applicant (see Section 11(B)(1)) State the legal name of the entity in which the Disclosing Party holds a right of control: Alcion Fund III-B Feeder, LLC
- B. <u>Business address of the Disclosing Party: C/O Alcion Real Estate Partners Master Fund III, LP.</u>

 One Post Office Square Suite 3150, Boston, MA 02109
- C. Telephone: 617-603-1040 p_{ax:} 617-603-1001 Email: gdellayero(<palcionvenlures.com
- D. Name of contact person: Eugene DelFavero
- E. Federal Employer Identification No. (if you have one):
- F. Brief description of the Matter lo which this EDS pertains. (Include project number and location of property, if applicable):

Zoning amendment application for 922-924 W. George Street

- G. Which City agency or department is requesting this IH)S? '}"P'-of Manning & Development
- If the Mailer is a contract being handled by the City's Department of Procurement Services, please

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complete the following		-,,, _F , _F
Specification // N/A		and Contract // N/A
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SECTION II - DISCI	OSURE OF OWNER	SHIP INTERESTS
A. NATURE OF THE	DISCLOSING PARTY	
partnership] Limited p [X] Limited liability of [] Limited liability par [] Joint venture [] Not-for-profit corpo (Is the not-for-profit co	artnership] Trust ompany tnership	
2. For legal entities, the	e state (or foreign countr	ry) of incorporation or organization, if applicable: Delaware
3. For legal entities not the State of Illinois as a	•	of Illinois: Has the organization registered to do business in
[] Yes	X] No	[] Organized in Illinois
B. IF THE DISCLOSI	NG PARTY IS A LEGA	AL ENTITY:
(ii) for not-for-profit co write "no members wh executor, administrator companies, limited liab	orporations, all members ich are legal entities"); (r, or similarly situated pa bility partnerships or join	licable, of: (i) all executive officers and all directors of the entity; s, if any, which are legal entities (if there are no such members, (iii) for trusts, estates or other similar entities, the trustee, arty; (iv) for general or limited partnerships, limited liability nt ventures, each general partner, managing member, manager or indirectly controls the day-to-day management of the Applicant.
NOTE: Each legal enti	ty listed below must sub	omit an EDS on its own behalf.
Name Title		
Alcion Capital 111,	<u>LP,</u>	Manauinn Member

2. Please provide the following information concerning each person or legal enlily having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in

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excess of 7.5% of the	Applicant. Examples of	such an interest include shares in a corporation, part st of a member or manager in a	enership
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limited liability com	pany, or interest of a beau	neficiary of a trust, estate or other similar entity.	If none, state
NOTE: Each legal en	tity listed below may be r	required to submit an EDS on its own behalf.	
Name	Business Address	Percentage Interest in the Applicant	
Alcion Capital III, L.	<u>P.</u>	<u>100%</u>	
OFFICIALS Has the Disclosing P 12-month period pred Does the Disclosing P	arty provided any income ceding the date of this ED Party reasonably expect to	NSATION TO, OR OWNERSHIP BY, CITY or compensation to any City elected official during S? [] Yes [or provide any income or compensation to any City ethe date of this EDS? [] Yes [X] No	the X] No
If "yes" to either of the such income or comp	• •	below the name(s) of such City elected official(s) an	nd describe
inquiry, any Cily elec Chapter 2-156 of the Yes	eted official's spouse or do Municipal Code of Chica X No tify below ihe name(s) o	The Disclosing Party's knowledge after reasonable omestic partner, have a financial interest (as defined go ("MCC")) in the Disclosing Party? If such City elected oflicial(s) and/or spouse(s)/dor	

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

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Party has retained or expects lo retain and the total amount of the fees paid of employees who are paid solely through uncertain whether a disclosure is required or maken the solution of the fees paid of employees who are paid solely through uncertain whether a disclosure is required or maken the solution of the fees paid of th	or estimated to be paid. The Disclosi gh the Disclosing Parly's regular paya tired under this Section, ihe Disclosing	ell as the nature of ihe relationship, ng Party is not required to disclose roll. If the Disclosing Party is
Page 3 of 14		
Name (indicate whether retained or anticipated to be retained) None 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)	Douty has not vetained non avan	oots to votoin any such navsans on
	_	ects to retain, any such persons or
entities. SECTION V - CERTIFICA		
A. COURT-ORDERED CHILD SUI	PPORT COMPLIANCE	
Under MCC Section 2-92-415, substain compliance with their child support		
Has any person who directly or indirectly on any child support obligations by an	•	osing Party been declared in arrearage ction?
[] Yes [] No fX No person dir	ectly or indirectly owns 10% or more	e of the Disclosing Party.
11" "Yes," has the person entered into person in compliance with that agrees		yment of all support owed and is the

B. ITJRTIIER CERTIFICATIONS

| | No

| | Yes

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 lo 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 A I'll Mated Entities are not delinquent in the payment of any line, fee, lax or other source of indebtedness owed to the City of Chicago, including, but not limited lo, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Parly 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 stale, 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 lo all persons or legal entities disclosed under Section IV. "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or enlily 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 Cily, using substantially the same management, ownership, or principals as the ineligible entity. With respect lo 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 Enlily or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Enlily. acting pursuant lo ihe direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Enlily (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 ol'their employees, officials, agents or partners, is barred from contracting with any unit of stale or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America thai contains the same elements as the offense ol" 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. | LOR 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, periury, dishonesty or deceit against an

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officer or employee of the Cily 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 Cily. 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. |LOR APPLICAN T ()NLY| 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. |LOR APPLICAN T ()NLY| The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection wilh the Matter certifications equal in form and substance lo 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 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:

N/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.

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").

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

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C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Parly certifies that the Disclosing Parly (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 Parly 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.

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

[] Yes [X] No

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

2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no Cily 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 thai (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 Cily (collectively. "City Property Sale"). Compensation for property

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		oes not constitute a financial interest within the meaning of		
Does the Matter in	nvolve a City Property Sale?			
Yes	No			
•	7 · 7 · =	ne names and business addresses of the City officials or the nature of the financial interest:		
Name	Business Address	Nature of Financial Interest		
4. The Disclosing by any City official	•	cohibited financial interest in the Matter will be acquired		
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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

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

- 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 of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

N/A

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Parly 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 Parly has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(I) above for his or her lobbying activities or lo pay any person or entity to inlluence or attempt to inlluence 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 Vcr.2017-1 I'ag.Vol'U

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

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subcontractors to sub negotiations.	mit the follow	_	with their	_	in writing	at the ou	tset of
Is the Disclosing Party	the Applicant?						
] Yes	X No						
If "Yes," answer the thi	ree questions be	elow:					
1. I lave you develope regulations? (See 41 CI	•	ave on file affirma	tive action p	rograms pur	suant lo app	licable fede	ral
2. I lave you filed with Compliance Programs, filing requirements?							licable
) Yes	I I No	Reports not re	quired				
3. I lave you participa opportunity clause?	ted in any previ	ious contracts or su	abcontracts s	ubject lo the	equal		
Yes '							
If you checked "No" lo	question (I) or	(2) above, please	provide an ex	xplanation:			
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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 of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response lo a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Parly waives and releases any possible rights or claims which it may have against the Cily in connection with the public release of information contained in this EDS and also authorizes the Cily to verify the accuracy of any information submitted in this EDS.

E. The information provided in this EDS musl be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the lime the City lakes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Parly musl update this EDS as the contract requires. NOTE: With respect to Mailers subject to MCC Chapter 1-23. Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kepi current for a longer period, as required by MCC Chapter 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 Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

Alcion Capital Blocker III, LLC (Print or type exact

legal name of Disclosing Party)

(Sign here)

Eugene DelFavero (Print or type name of person signing)

Authorized Signatory (Print or type title of person signing)

Signed and sworn to before me on (date)

 $U > ^C > \H$

Commission expires: ^y^vvi^X_t

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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.

"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 partners and limited partners of the Disclosing Party. if the Disclosing Party is a limited

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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 Parly" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?
Yes
If yes, please identify below (I) the name and title of such person, (2) the name of the legal enlily to which such person is connected; (3) ihe 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 code scofflaw or problem landlord pursuant to MCC Section 2-92-416?
[] Yes [X] No
2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applicant identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

[X] The Applicant is not publicly traded on any exchange.

[]Yes

[] No

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

SECTION I -- GENERAL INFORMATION

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

Alcion AG Urban Apartment Strategic 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 the contract, transaction or other undertaking to which this EDS pertains (referred to below as the "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal

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name: AG 922 W George LLC	r r -		
3. j a legal entity with a direct or indi legal name of the entity in which the Discle	_		
Gui illustra est use estitut y sis il mistra use 2 sees			
B. Business address of the Disclosing Part	y: C/O A	lcion Real Estate Par	tners Master fund III, L.P
	<u>On</u>	e Post Office Square	- Suite 3150, Boston, MA 02109
C. Telephone: 617-603-1040	fax:	617-603-1001	gdelfaverotiPalcionvenlurcs.com
http://gdelfaverotiPalcionvenlurcs.com			
D. Name of contact person: Hugene »d» ave	ro		
E. Federal Employer Identification No. (if	you have of	ne):	
F. Brief description of the Matter to w property, if applicable):	hich this E	DS pertains. (Includ	le project number and location of
Zoning amendment application for 922-9	24 W Georg	ge Street	
G. Which City agency or department is re-	questing this	s El)S? ^{l)c} P'- »'Plannin	g & Development
If the Matter is a contract being handled by complete the following:	the City's I	Department of Procur	ement Services, please
Specification// N/A	and	Contract//	
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SECTION II DISCLOSURE OF OWI	NERSHIP I	NTERESTS	
A. NATURE OF THE DISCLOSING PAR	RTY		
1. Indicate the nature of the Disclosing	Party:		
[] Person	[X]	Limited liability cor	npany
[] Publicly registered business corporation		imited liability partne	ership
[] Privately held business corporation		oint venture	
[] Sole proprietorship		ot-for-profit corporat	
[] General partnership	`		oration also a 501(c)(3))?
[] Limited partnership	[]Y		
Trust		ther (please specify)	

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2. For legal entities, the state (or	or foreign country)	of incorporation or or	ganization, if applicable:
Delaware		-	
3. For legal entities not organize		Illinois: Has the organi	ization registered to do
business in the State of Illinois as	s a foreign entity?		
Yes X	No	f] Organized in Illino	is
B. IF THE DISCLOSING PART	ΓΥ IS A LEGAL F	ENTITY:	
entity; (ii) for not-for-profit corporations, write "no members what trustee, executor, administrator, cliability companies, limited liability	porations, all membershich are legal entition or similarly situate allity partnerships on	pers, if any, which are ies"); (iii) for trusts, esed party; (iv) for gener r joint ventures, each §	ve officers and all directors of the legal entities (if there are no such states or other similar entities, the ral or limited partnerships, limited general partner, managing member, atrols the day-to-day management of
NOTE: Each legal entity listed b	pelow must submit	an EDS on its own be	ehalf.
Name Title			
Alcion Real Estate Partners Strat	tegic Parallel 1-'uno	d 111. L.P. Managin	ng Member
current or prospective (i.e. within	n 6 months after Colles of such an inte	ily action) beneficial is rest include shares in	egal entity having a direct or indirect, interest (including ownership) in excess a corporation, partnership interest in a
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limited liability company, or int	iterest of a benefic	ciary of a trust, estate	e or other similar entity. If none, state
NOTE: Each legal entity listed b	pelow may be requi	ired to submit an EDS	on its own behalf.
Name Business Ac	ddress	Percentage Interest	in the Applicant
Alcion Real Estate Partners Strat	tegic Parallel Func	<u> 1 III, L.P</u>	100%

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SECTION III	DICOME OF	COMPENSATION	TO OF	OWNEDCHIN	DX/	

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

OFFICIALS		
Has the Disclosing Party provided any income or compensation to any City ele 12-month period preceding the date of this EDS?	ected official du	ring the [X] No
Does the Disclosing Party reasonably expect to provide any income or compen official during the 12-month period following the date of this EDS? [] Yes	sation to any Ci [X] No	ity elected
If "yes" to either of the above, please identify below the name(s) of such City e such income or compensation:	lected oflicial(s	and describe
Does any City elected official or, to the best of the Disclosing Party's knowledge	ge after reasona	ble
inquiry, any Cily elected official's spouse or domestic partner, have a financial	interest (as defi	ined in
Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing F	'arly?	
Yes		
If "yes," please identify below the name(s) of such Cily elected official(s) as (s) and describe the financial inlerest(s).	nd/or spouse(s)	/domestic parlner
SECTION IV DISCLOSURE OF SUBCONTRACTORS AND OTHER		
The Disclosing Parly must disclose the name and business address of each subdefined in MCC Chapter 2-156). accountant, consultant and any other person of Party has retained or expects to retain in connection with the Mailer, as well as and ihe total amount of the fees paid or estimated to be paid. The Disclosing Parley's regular payroll. If uncertain whether a disclosure is required under this Section, the Disclosing Parly whether disclosure is required or make the disclosure.	r entity whom t the nature of th orly is not requir f the Disclosing	the Disclosing the relationship, ared to disclose g Party is

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

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

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

None

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(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 of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?
[] Yes] No f 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?
Yes
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 Parly nor any Affiliated Enlily 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 lo help ihe 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 line, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited lo. water and sewer charges, license fees, parking tickets, properly taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section 11(B)(1) of this EDS:

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. .. .

- 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 lo 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 Parly, 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 stale or local government, including the Cily, 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 Parly, any Contractor or any Affiliated Enlily 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

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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 of the United Stales 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. | TOR APPLICAN T 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 lo commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the Cily or any "sister agency"; and (ii) the Applicant understands and acknowledges thai compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter I -23. Article I applies lo the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
- 9. |LOR APPLICAN T ()NLY| 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 Tor Award Management ("SAM").
- 10. |LOR APPLICANT ()NLY| The Applicant will obtain from any contractors/subcontractors hired or lo 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 Cily, use any such

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

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

N/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.

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").

N/A

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 Cily of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available lo City employees or to the general public, or (ii) food or drink provided in the course of official 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 Cily recipient.

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 predator) lender may result in the loss of the privilege of doing business with the City."

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_	Party is unable to make this pledge because it or any of its affiliates (as defined in MCC (b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach if necessary):
	," the word "None," or no response appears on the lines above, it will be sumed that the Disclosing Party certified to the above statements.
D. CERTIFICAT	TION REGARDING FINANCIAL INTEREST IN CITY BUSINESS
Any words or teri	ms defined in MCC Chapter 2-156 have the same meanings if used in this Part D.
reasonable inquir	e with MCC Section 2-156-110: To the best of the Disclosing Party's knowledge after y, does any official or employee of the City have a financial interest in his or her own name or y other person or entity in the Matter?
[] Yes	[X] No
	ecked "Yes" to Item D(1), proceed to Items D(2) and D(3). If you checked "No" to Item D(l), and D(3) and proceed to Part E.
employee shall hat the purchase of an by virtue of legal	ursuant to a process of competitive bidding, or otherwise permitted, no Cily elected official or ave a financial interest in his or her own name or in the name of any other person or entity in ny property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold process at the suit of the Cily (collectively. "City Property Sale"). Compensation for property the City's eminent domain power does not constitute a financial interest within the meaning
Does the Matter i	involve a City Properly Sale?
Yes	No
3. If vou checke	ed "Yes" to Item D(I). 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. 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 of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

N/A

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

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with respect to the Matter.)
2. The Disclosing Party has not spent and will not expend any federally appropriated funds lo pay any person or entity listed in paragraph A(I) above for his or her lobbying activities or lo pay an)' person or entity to inlluence or attempt lo inlluence 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.2017-1 Page «) of 14
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 of negotiations.
Is the Disclosing Party the Applicant?] Yes X] No
If "Yes," answer the three questions below:
1. I lave you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.) Yes
2. I lave you filed with the Joint Reporting Committee, the Director of the Office ol* Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements? Yes

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11		II r		
3. I lave you participate opportunity clause?	ed in any prev No	vious contracts or subcontracts subject to the equal		

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

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SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City 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 lo the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, Ihe 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 Parly must supplement this EDS up to the lime the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Parly musl update this EDS as ihe contract requires. NOTE: With respect lo Mailers subject to MCC Chapter 1-23. Article I (imposing



PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility musl 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 Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

Alcion AG Urban Apartment Strategic LLC

(Print or type exact legal name of Disclosing Party)

Eugene DelFavero

(Print or type name of person signing)

Authorized Signatory

(Print or type title of person signing)

Signed and sworn to before me on (date) $^VV\a [-c_t^.e>^VA$

Commission expires: ^^o.asX <^Q\'S

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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.

"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?

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

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	CITTOFC	AND AFFIDAVIT APPENDIX B
BUILDING	CODE SCOF	FLAW/PROBLEM LANDLORD CERTIFICATION
	pplicant exceed	(a) the Applicant, and (b) any legal entity which has a direct ding 7.5% (an "Owner"). It is not to be completed by any legal entity rest in the Applicant.
1. Pursuant to MCC Section problem landlord pursua		is the Applicant or any Owner identified as a building code scofflaw tion 2-92-416?
[] Yes	[X] No	
11	• •	ely traded on any exchange, is any officer or director of the Applicant roblem landlord pursuant to MCC Section 2-92-416?
[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
	•	y below the name of each person or legal entity identified as a rd and the address of each building or buildings to which the pertinen

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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: Alcion

Real Estate Partners Strategic Parallel Fund III, L.P.

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. [] the Applicant

OR

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

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

Alcion AG Urban Apartment Strategic LLC

B. Business address of the Disclosing Party: C/O Alcion Real Estate Partners Master Fund III, L.P.

One Post Office Square - Suite 3150, Boston, MA 02109

- C. Telephone: 617-603-1040 p_{ax:} 617-603-1001 Email: gdelfavero@alcionventures.com <mailto:gdelfavero@alcionventures.com>
- D. Name of contact person: Eugene DelFavero
- 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):

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Zoning amendment appl	ication for 922-924 W	. George Street
G. Which City agency or	department is request	ing this EDS? Depl of Planning & Development
If the Matter is a corcomplete the following:	ntract being handled	by the City's Department of Procurement Services, please
Specification # N/A		and Contract # N/A
Ver.2017-1	I	Paget of 14
SECTION II - DISCLO	SURE OF OWNERS	SHIP INTERESTS
A. NATURE OF THE D	ISCLOSING PARTY	
1. Indicate the nature] Person] Publicly registered by] Privately held busine] Sole proprietorship] General partnership] Limited partnership] Trust		[] Limited liability company [X] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify)
2. For legal entities, the	state (or foreign count	ry) of incorporation or organization, if applicable:
Delaware		
3. For legal entities not business in the State of II	_	of Illinois: Has the organization registered to do
[] Yes	[X] No	[] Organized in Illinois
B. IF THE DISCLOSING	G PARTY IS A LEGA	L 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 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.

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Name Title		
Alcion Capital Str	rategic III, LLC	General Partner
current or prospect of 7.5% of the App	tive (i.e. within 6 months after City a	g each person or legal entity having a direct or indirect, ction) beneficial interest (including ownership) in excess include shares in a corporation, partnership interest in a mager in a
Page 2 of 14		
limited liability c	company, or interest of a beneficiary	of a trust, estate or other similar entity. If none, state
NOTE: Each lega	al entity listed below may be required	d to submit an EDS on its own behalf.
Name	Business Address	Percentage Interest in the Applicant
	cion Plan Trust Toronto Street - Suite 1400 Toronoto, O ne Post Office Square - Suite 3150 Boston, MA 02109	N M5C3B2 78.33% Alcion Strategic Fund III Feeder, LLC (100% owned by 24.8108%
	ities are either public pensions, pension plans, or endow - INCOME OR COMPENSATION	ON TO, OR OWNERSHIP BY, CITY ELECTED
	ng Party provided any income or con preceding the date of this EDS?	npensation to any City elected official during the [] Yes [X]No
	ing Party reasonably expect to provide 12-month period following the date	de any income or compensation to any City elected e of this EDS? [] Yes [X] No
If "yes" to either such income or c	- · · · · · · · · · · · · · · · · · · ·	he name(s) of such City elected official(s) and describe
inquiry, any City		sclosing Party's knowledge after reasonable partner, have a financial interest (as defined in ICC")) in the Disclosing Party?
[]Yes	[X] No	

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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 Business Relationship to Disclosing Party retained or anticipated to be retained)

Address (subcontractor, attorney, lobbyist, etc.)

None

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 of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

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

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

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[]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 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).

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- 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 of the United States of America that contains the same

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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

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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:

N/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.

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").

13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of

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

~"n7a

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 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.

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?

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[] Yes	[X] No	
	eked "Yes" to Item D(l), proceed to It d 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 by virtue of legal p	re a financial interest in his or her ow reproperty that (i) belongs to the City recess at the suit of the City (collection)	lding, or otherwise permitted, no City elected official or in name or in the name of any other person or entity in , or (ii) is sold for taxes or assessments, or (iii) is sold vely, "City Property Sale"). Compensation for property s not constitute a financial interest within the meaning of
Does the Matter in	volve a City Property Sale?	
[] Yes	[] No	
•	"Yes" to Item D(l), provide the resuch financial interest and identify the	names and business addresses of the City officials or the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
4. The Disclosing	Party further certifies that no proh	ibited financial interest in the Matter will be acquired

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 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):

N/A

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, 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.2017-1

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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

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defined in the Lobbying		et of 1995, as amended.	
substance to paragraphs the Disclosing Party mu	A(l) through A st maintain all	pplicant, the Disclosing Party must obtain certifications equal in form and A(4) above from all subcontractors before it awards any subcontract and such subcontractors' certifications for the duration of the Matter and y available to the City upon request.	
B. CERTIFICATION R	EGARDING E	EQUAL EMPLOYMENT OPPORTUNITY	
	•	ided, federal regulations require the Applicant and all proposed wing information with their bids or in writing at the outset of	
Is the Disclosing Party t	the Applicant?		
[] Yes	[X] No		
If "Yes," answer the thre	ee questions be	elow:	
Have you developed regulations? (See 41 CF [] Yes	-	eve on file affirmative action programs pursuant to applicable federal	
•	-	rting Committee, the Director of the Office of Federal Contract imployment Opportunity Commission all reports due under the applicable	
[] Yes	[] No	[] Reports not required	
3. Have you participate opportunity clause?	ed in any previo	ous contracts or subcontracts subject to the equal	
[] Yes	[] No		
If you checked "No" to	question (1) or	(2) above, please provide an explanation:	
Page 10 of 14			

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

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

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CERTIFICATION

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

Alcion Real Estate Partners Strategic Parallel Fund III, L.P.

(Print or type exact legal name of Disclosing Party)

File #: O2017-5480, Version: 1	
(Sign	Here)
Eugene DelFavero (Print or type name of person signing)	,
Authorized Signatory (Print or type title of person signing)	
Signed and sworn to before me on (date) ^oA,^ , at ^^voW, County, ^^v^s(state). Notary Public T	

JOAN D. ALLARD

Notary Public COMMONWEALTH OF MASSACHUSETTS Commission Expires Augittil. *018 * <

Commission expires: \XwovOSa <file:///XwovOSa> -3 -Ai>\<S'

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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.

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

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

[] Yes	[X] No
--------	----------

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.

winen has emy an m	an eet e whership	morest in the ripphesis.
1. Pursuant to MCC or problem landlord		10, is the Applicant or any Owner identified as a building code scofflaw Section 2-92-416?
[] Yes	[X] No	
1.1	0 1	ablicly traded on any exchange, is any officer or director of the Applicant or problem landlord pursuant to MCC Section 2-92-416?
[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
•	· •	dentify below the name of each person or legal entity identified as a andlord and the address of each building or buildings to which the pertinent

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code violations apply.

DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I ~ GENERAL INFORMATION

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

Capital Strategic III, LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

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

OR

- 3. [X] a legal entity with a direct or indirect right of control of the Applicant (see Section 11(B)(1)) State the legal name of the entity in which the Disclosing Party holds a right of control: Alcion Real Estate Partners Strategic Parallel Fund III, L.P
- B. Business address of the Disclosing Party: C/O Alcion Real Estate Partners Master Fund III, L.P.

One Post Office Square - Suite 3150, Boston, MA 02109

C. Telephone: 617-603-1040 p_{ax:} 617-603-1001 Email: gdelfavero@alcionventures.com

<mailto:gdelfavero@alcionventures.com>

- D. Name of contact person: Eugene DelFavero
- 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):

Zoning amendment application for 922-924 W. George Street

G. Which City agency or department is requesting this EDS? DepL of Planning & Development

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

Specification # N/A and Contract # N/A

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SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Par	ty:
] Person	[X] Limited liability company
] Publicly registered business corporation	[] Limited liabilitypartnership
] Privately held business corporation	[] Joint venture
] Sole proprietorship	[] Not-for-profit corporation
] General partnership	(Is the not-for-profit corporation also a $501(c)(3)$)?
] Limited partnership	[] Yes [] No
] Trust	[] Other (please specify)
Delaware 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 ent	ity?
[] Yes [X] No	[] Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEGA	AL ENTITY:
	licable, of: (i) all executive officers and all directors of the entity; s, if any, which are legal entities (if there are no such members,

(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

Alcion Capital III, L.P.

Managing Member

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

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limited liabilit state "None."	ry company, or interest of a ben	reficiary of a trust, estate or other similar entity. If none,
NOTE: Each l	egal entity listed below may be	e required to submit an EDS on its own behalf.
Name	Business Address	Percentage Interest in the Applicant
Alcion Capital	III, L.P.	<u>100%</u>
		plans, or endowments PENSATION TO, OR OWNERSHIP BY, CITY
Has the Discl	osing Party provided any inco	ome or compensation to any City elected official during
	od preceding the date of this E	DS? [] Yes [X]No
		to provide any income or compensation to any City ollowing the date of this EDS? [] Yes [X] No
	ner of the above, please identify income or compensation:	below the name(s) of such City elected official(s) and
inquiry, any C	ity elected official's spouse or o	of the Disclosing Party's knowledge after reasonable domestic partner, have a financial interest (as defined in cago ("MCC")) in the Disclosing Party?
	ase identify below the nam artner(s) and describe the finan	ne(s) of such City elected official(s) and/or spouse cial interest(s).
SECTION I	V DISCLOSUDE OF 4	SUDCONTDACTODS AND OTHER DETAINED

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

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the nature of the relationship, and Disclosing Party is not required to Party's regular payroll. If the Disc Section, the Disclosing Party mus disclosure.	disclose employees who are paid losing Party is uncertain whether	I solely through the Disclosing a disclosure is required under this
Page 3 of 14		
Name (indicate whether Business		Fees (indicate whether
retained or anticipated Address to be retained)	(subcontractor, attorney, lobbyist, etc.)	paid or estimated.) NOTE:"hourly rate" or "t.b.d." isnot an acceptable response.
None		
(Add sheets if necessary) IX 1 Check here if the Disclosing	Party has not retained nor eyne	ects to retain, any such persons or
entities. SECTION V CERTIFIC	-	cets to retain, any such persons of
A. COURT-ORDERED CHILD SUP	PPORT COMPLIANCE	
Under MCC Section 2-92-415, substain compliance with their child support		•
Has any person who directly or indire on any child support obligations by ar		osing Party been declared in arrearage ction?
[] Yes [] No [X] No person dire	ectly or indirectly owns 10% or mor	e of the Disclosing Party.
If "Yes," has the person entered into a person in compliance with that agreen		nent of all support owed and is the
[] 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 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 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 of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article 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

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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.2017-1

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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:

N/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.

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").

N/A

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

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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 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.

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

[] Yes [X] No

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

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

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of this Part D.	√ 1		O
Does the Matter in	volve a City Property Sale?		
[] Yes	[] No		
•	"Yes" to Item D(l), provide the resuch financial interest and identify the	names and business addresses of the City official e nature of the financial interest:	ls or
Name	Business Address	Nature of Financial Interest	
4. The Disclosing by any City officia	· · ·	bited financial interest in the Matter will be acqu	uired

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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 of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

N/A

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, 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.2017-1

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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 of

File #: O2017-5480, Version	: 1	
negotiations.		0
Is the Disclosing Party the [X]No	Applicant?	[]Yes
If "Yes," answer the three	questions be	elow:
1. Have you developed an regulations? (See 41 CFR I	-	eve on file affirmative action programs pursuant to applicable federal
•	-	rting Committee, the Director of the Office of Federal Contract mployment Opportunity Commission all reports due under the applicable
[] Yes	[] No	[] Reports not required
3. Have you participated i opportunity clause?	n any previo	ous contracts or subcontracts subject to the equal
[] Yes	[] No	
If you checked "No" to que	estion (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 of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.

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

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CERTIFICATION

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

Alcion Capital Strategic, LLC

(Print or type exact legal name of Disclosing Party)

Eugene DelFavero

(Print or type name of person signing)

Authorized Signatory

(Print or type title of person signing)

Signed and sworn to before me on (date)

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CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

File #: O2017-5480, Versio	on: 1	
O	,	
9		cable Party" or any Spouse or Domestic Partner thereof currently d city official or department head?
[]Yes	[X] No	
such person is connected	; (3) the name and	ne and title of such person, (2) the name of the legal entity to which I title of the elected city official or department head to whom such e precise nature of such familial relationship.
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	CITY OF CH	IICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B
BUILDIN	G CODE SCOFF	LAW/PROBLEM LANDLORD CERTIFICATION
	Applicant exceeding	a) the Applicant, and (b) any legal entity which has a direct ng 7.5% (an "Owner"). It is not to be completed by any legal entity at in the Applicant.
Pursuant to MCC Sec or problem landlord pursu	•	the Applicant or any Owner identified as a building code scofflaw on 2-92-416?
[] Yes	[X] No	
		traded on any exchange, is any officer or director of the Applicant blem landlord pursuant to MCC Section 2-92-416?
[] Yes	[] No	[X] 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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