

### Office of the City Clerk

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

#### **Legislation Text**

File #: R2019-693, Version: 1

#### RESOLUTION

CLASS 6(B) REAL ESTATE TAX INCENTIVE f^~Cc7~>FOR THE BENEFIT OF AERO CHICAGO, LLC, ^ A DELAWARE LIMITED LIABILITY
COMPANY, AND REAL ESTATE LOCATED GENERALLY AT O'HARE CARGO
CENTER, BUILDING 837, CHICAGO O'HARE INTERNATIONAL AIRPORT IN
CHICAGO, ILLINOIS PURSUANT TO COOK COUNTY, ILLINOIS TAX INCENTIVE
ORDINANCE, CLASSIFICATION SYSTEM FOR ASSESSMENT

WHEREAS, the Cook County Board of Commissioners has enacted the Cook County Tax Incentive Ordinance, Classification System for Assessment, as amended from time to time (the "County Ordinance"), which provides for, among other things, real estate tax incentives to property owners who build, rehabilitate, enhance and occupy property which is located within Cook County, Illinois and which is used primarily for industrial purposes; and

WHEREAS, the City of Chicago (the "City"), consistent with the County Ordinance, wishes to induce industry to locate and expand in the City by supporting financial incentives in the form of property tax relief; and

WHEREAS, Aero ChicagOi LLC, a Delaware limited liability company (the "Applicant"), leases certain real estate located generally at O'Hare Cargo Center, Building 837, Chicago, Illinois 60666, at Chicago O'Hare International Airport (the "Airport"), which is owned and operated by the City, as further described on Exhibit A hereto (the "Subject Property"); and

WHEREAS, the Applicant has constructed an approximately 276,426 square foot industrial facility on the Subject Property which is the second phase of a development known as the Northeast Cargo Center at the Airport (the "Facility"); and

WHEREAS, the redevelopment objective of the City in connection with the Subject Property is to support the growth of the City's capacity to move cargo, create new jobs and increase the City's tax base through the construction of a new industrial facility on the Subject Property; and

WHEREAS, it is intended that the Applicant will use the Subject Property to operate a cargo center and will lease portions of the Subject Property to tenants that provide freight handling services (the "Intended Use"); and

WHEREAS, the Applicant has filed an eligibility application for a Class 6(b) tax incentive under the County Ordinance with the Office of the Assessor of Cook County (the "Assessor"); and

WHEREAS, it is the responsibility of the Assessor to determine that an application for a Class 6(b) classification is eligible pursuant to the County Ordinance; and

WHEREAS, the County Ordinance requires that, in connection with the filing of a Class 6(b) eligibility application with the Assessor, the applicant must obtain from the municipality in which such real estate that is proposed for Class 6(b) designation is located a resolution

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expressly stating, among other things, that the municipality has determined that the incentive provided by the Class 6(b) is necessary for development to occur on such real estate and that the municipality supports and consents to the Class 6(b) classification by the Assessor; and

WHEREAS, the Intended Use of the Subject Property will provide significant present and future employment; and

WHEREAS, notwithstanding the Class 6(b) status of the Subject Property, the redevelopment and utilization thereof will generate significant new revenues to the City in the form of additional real estate taxes and other tax revenues; now, therefore,

#### BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CHICAGO:

SECTION 1: That the City determines that the incentive provided by the Class 6(b) classification is necessary for the development to occur on the Subject Property.

SECTION 2: That the City supports and consents to the Class 6(b) classification by the Assessor with respect to the Subject Property.

SECTION 3: That the Economic Disclosure Statement, as defined in the County Ordinance, has been received and filed by the City.

SECTION 4: That the Clerk of the City of Chicago is authorized to and shall send a certified copy of this resolution to the Assessor, and a certified copy of this resolution may be included with the Class 6(b) eligibility application filed with the Assessor by the Applicant, as applicant, in accordance with the County Ordinance.

SECTION 5: That this resolution shall be effective immediately upon its passage and approval.

#### **EXHIBIT A**

#### **Legal Description of Subject Property:**

See attached.

#### **Common Address for the Subject Property:**

O'Hare Cargo Center, Building 837 Chicago O'Hare International Airport Chicago, Illinois 60666

#### Permanent Real Estate Tax Index Number for the Subject Property:

12-05-402-005-0000



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#### **Legal Description**

THAT PART OF THE SOUTHEAST 1/4 OF SECTION 32, TOWNSHIP 41 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN, AND PART OF THE NORTHEAST 1/4 AND THE NORTHWEST 1/4 OF SECTION 5, TOWNSHIP 40 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF LOT 2 OF ROSEMONT O'HARE, BEING A SUBDIVISION OF PART OF THE EAST 1/2 OF THE SOUTHEAST 1/4 AND PART OF THE EAST 1/2 OF THE NORTHEAST 1/4 OF SECTION 32, TOWNSHIP 41 NORTH, RANGE 12, EAST OF THE

THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED OCTOBER 10,2006 AS DOCUMENT 0628327021, SAID POINT OF COMMENCEMENT ALSO BEING THE INTERSECTION OF THE SOUTH RIGHT OF WAY LINE OF THE NORTHWEST TOLLWAY (1-90) WITH THE WEST LINE OF THE EAST 1/2 OF THE NORTHEAST 1/4 OF SAID SECTION 32. THENCE SOUTH 00 DEGREES 15 MINUTES 53 SECONDS EAST ALONG THE WEST LINE OF SAID LOT 2, ALSO BEING ALONG SAID WEST LINE OF THE EAST 1/2 OF THE NORTHEAST 1/4 OF SECTION 32, A DISTANCE OF 263.07 FEET TO A BEND POINT, SAID BEND POINT BEING THE NORTHWEST CORNER OF THE EAST 1/2 OF THE SOUTHEAST 1/4 OF SAID SECTION 32; THENCE SOUTH 00 DEGREES 20 MINUTES 59 SECONDS EAST, ALONG SAID WEST LINE OF LOT 2, ALSO BEING ALONG THE WEST LINE OF THE EAST 1/2 OF THE SOUTHEAST 1/4 OF SAID SECTION 32 AND THE SOUTHERLY EXTENSION OF SAID LINES 1657.52 FEET TO THE POINT OF BEGINNING; THENCE NORTH 89 DEGREES 42 MINUTES 17 SECONDS EAST, 100.59 FEET TO A POINT OF CURVATURE; THENCE SOUTHEASTERLY ALONG A CURVE WHOSE CENTER LIES SOUTHERLY AND HAS A RADIUS OF 55.00 FEET, 70.79 FEET, ARC (CHORD BEARING SOUTH 53 DEGREES 25 MINUTES 31 SECONDS EAST, 66.00 FEET, CHORD); THENCE SOUTH 00 DEGREES 17 MINUTES 43 SECONDS EAST, ALONG A LINE NON-TANGENT TO THE PREVIOUSLY DESCRIBED COURSE, 62.99 FEET; THENCE NORTH 89 DEGREES 42 MINUTES 17 SECONDS EAST, 12.32 FEET; THENCE SOUTH 00 DEGREES 17 MINUTES 42 SECONDS EAST, 670.46 FEET: THENCE SOUTH 89 DEGREES 42 MINUTES 17 SECONDS WEST, 1078.26 FEET: THENCE NORTH 00 DEGREES 17 MINUTES 43 SECONDS WEST 196.70 FEET; THENCE NORTH 44 DEGREES 42 MINUTES 17 SECONDS EAST, 133.24 FEET; THENCE NORTH 00 DEGREES 17 MINUTES 43 SECONDS WEST, 482.13 FEET; THENCE NORTH 89 DEGREES 42 MINUTES 17 SECONDS EAST, 818.33 FEET TO THE POINT OF BEGINNING, ALL IN COOK COUNTY, ILLINOIS.

## 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: Aero Chicago, 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 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: OR 3. [] a legal entity with a direct State the legal name of the entity in which	_	of control of the Applicant (see Section 11(B)(1) Party holds a right of control:
B. <u>Business address of the Disclosing Part</u>	•	sirport Logistics Properties, L.P.
	<u>201 West St</u>	treet, Suite 200, Annapolis, MD 21401
C. Telephone: 410-280-1100 pax: 4	10-280-0100	Email: mbodendorf@realterm.com
<mailto:mbodendorf@realterm.com></mailto:mbodendorf@realterm.com>		
D. Name of contact person: Michael Bo	dendorf	
E. Federal Employer Identification No.	(if you have one):	
F. Brief description of the Matter to wh property, if applicable):	ich this EDS perta	ains. (Include project number and location of
Cargo Facility Phase II Class 6(b) incentive - O'Ha	are Cargo Center, Bui	ilding 837, Chicago International Airport, Chicago, IL 60666
G. Which City agency or department is requesting this ED	S? Department of Planning	g and Development
If the Matter is a contract being handled complete the following:	by the City's Dep	partment of Procurement Services, please
Specification #	and Contrac	et # ,
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SECTION H - DISCLOSURE OF OWNERS	SHIP INTERESTS	A. NATURE OF THE
Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust	j/j Limited liabil [ j Limited liabili [ ] Joint venture [ ] Not-for-profi	ity company ity partnership  t corporation rofit corporation also a 501(c)(3))?  [ J No

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

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#### **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 emit)'?

ZI<sup>Yes</sup> tZI<sup>No</sup> [~I<sup>f</sup>

Organized in Illinois B. IF THE

#### **DISCLOSING PARTY IS A LEGAL ENTITY:**

1. List below the full names and titles, if applicable, ot": (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 ov 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 Tide Please see attached list.

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 ailer Cily 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 joinr venture, interest 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 "None."

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

Name Basin<v?s Address . Percentage Interest in the Applicant

Transponation Infrastructure Properties. LLC 201 West Street, Suite 200. Annapolis, MD 21401 1001\*

#### SECTION ni - 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

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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? QYes /

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? QYes  $|\cdot|$ No

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

#### SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTDZS

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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See attached.

(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 obb'gations 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 [j No
B. FURTHER CERTIFICATIONS

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

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section 11(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed i'or debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state oi 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., stale or local) transaction or contract under a public transaction; a violation of federal or state aritirrust 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, beer, convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil notion, 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. nuir.;igt-,merit. 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 (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 I Ilinois, or any agency of the federal government or of arty 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)(Mirnmum 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 ihe 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 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 die Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been couvicied 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 rshrain from any contractors/subcontractors hired

or to be hired in connection with the Matter certificr Liuns 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:

The Disclosing Party makes these certifications So its actual knowledge after reasonable inquiry.

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 Lo 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"}.

None

13. To the best of the Disclosing Party's knowledge alter 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! his 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 genera! 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 'lie name of the. City recipient.

None. .\_

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C. CERTIFICATION OF STATUS AS FINANCIAL "INSTITUTION 1. The Disclosing

Parts' certifies that the Disclosing Party (check one)

is not

- a "financial institution" as defined in MCC Section 2-32-455(b).
- 2. If the Disclosing Party IS a financial institution, ihen 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 predator y 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 bi-eause ii or an3' 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):

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.

D. CERTIFICATION REGARDING FINANCIAL INTEREST IN CITY BUSINESS

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

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

### QYes [7]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 ihe 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?

#### QYes QNo.

3. If you checked "Yes" to Item.  $D(3)_v$  provide th-\* 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 EKA 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 ai! 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.

- J 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 ah 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 eniitie:; registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of ) 995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matte;.)

2. The Disclosing Party has not spent and will no! expend any federally appropriated funds to pay any person or entity listed in paragraph A( J) above far his or her lobbying activities or to pay any person or entity to influence or attempt to influence art officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1

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of a member of Congress, in connection with ihe 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 infonnation set forth in paragraphs A(l) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) ii 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 ha,-; 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

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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. Have you developed and do you have on tile affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)
- 2. Have you filed with the Joint Reporting Coram itl.ee <a href="http://itl.ee">http://itl.ee</a>. 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. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

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 al vvw w ,c i t vofch i ca»,o. ora/Etl lies, and may also be obtained from the City's Board of Ethics, 7-10 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must, comply hilly 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 iu 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 Parly's participation in the Matter and/or declining to allow the Disclosing Party to participate m 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 u:i 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 oi" 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 infonnation 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 Cily takes action on the Matter. If the Matter is a contract being handled by the City's Department or Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: Willi respect to Matters subject to MCC Chapter 1-23, Article 1 (imposing PERMANENT INELTC IB; LITV for certain specified offenses), the information provided herein regarding eligibility musi. be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

#### Page u ci iS

#### **CERTIFICATION**

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

Aero Chicago, LLC (Print or type exact legal name of Disclosing Party)

(Sign here) sf Mike Bodendorf (Print or type name of person signing)

Senior Vice President

File	File #: R2019-693, Version: 1				
(Pr	int or type titl	e of person	signing)		
Sig	gned and swor	n to before	me on (date)	Us/~ / 5 3.0/*?	
at	Q)o /C	County,	////ipt'S (state).		
	Notary Pul	olic			
Co	mmission exp	ires:			

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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 hi the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownershipf hitsresf 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 Parry oj- my "Applicable Party" or any. Spouse or Domestic Partner thereof is related to the mayor, any aldennan. the city clerk, the city treasurer or any city department head as spouse or domestic partner or a.< any of Ihe following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece oj- 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 die Disclosing Party listed in Section II.B.l.a., if the Disclosing Party is a coiporation; 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 Parry" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

/No

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

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## CITY O\* 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 ahuilding code scofflaw or problem landlord pursuant to MCC Section 2-92-416"?

#### $\neg Yes 0$

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

Yes (No [/j't'he. Applicant is not publicly traded on any exchange.

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3. If yes to (1) or (2) above, please identify below Jse 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.
Page 14 i">
CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C
PROHIBITION ON WAGE & SALARY HI, STORY SCREENING - CERTIFICATION
This Appendix is to be completed only by an Applicant that is completing tins EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com <a href="http://www.amlegal.com">http://www.amlegal.com</a> ), generally covers a party to any agreement pursuant >0 which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, gran or concession allowing them to conduct a business on City premises.
On behalf of an Applicant that is a contractor pm-stunt to MCC Section 2-92-385,1 hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(I) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former, employers. I also certify that the Applicant, has adopted a policy that includes those prohibitions.
□ Yes
QNo

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

#### Response to Section II.B.1. List of Officers for Aero Chicago, LLC

Ken Code-Co-chairman
John Carpmett - Co-Chairman
Datfd Rose-Senior Vice President
Aaron Sacks - Vice President and General Counsel
Duncan Pickett-Vice President and CFO
Mike Bbdendbrf-Senior Vice President
Jody Clark-SenierVice President
Greg Russell-Vice President
Alext Lachambre - Vice President
Jennifer Carter-Vice President

Response to Section !V - Disclosure of Subcontractors and Other Retained Parties

Name	Currently or Anticipated to be Retained?	Business Address	Relationship to Disclosing Party	Fees
Burns & McDonnel	Currently Retained	1431 Opus Place, Suite 40O, Downers Grove, IL 60515	Civil Engineer of Record	\$1,700,000 >P <sup>aid</sup>
Capital Design Group	Currently Retained	1059 Hawthorn Drive, Itasca, IL 60143	Architect of Record	\$1,030,000'Paid
FCL Builders, Inc.	Currently Retained	1150 Spring Lake Drive, Itasca, IL 6014	General Contractor	\$118,646,460 Original Contract Sum/pa'd
The Target Group	Currently Retained	330 South Wells, Suite 400, Chicago, IL	Minority Reporting Consultant	\$310,000 / paid
Sebesta Group	Currently Retained	200 W.Adams, Suite 2215, Chicago, IL 60606	LEED and sustainability consultant	\$120,407/ paid
GreenbergTraurig	Currently Retained	Greenberg Traurig, LLP, 77 West Wacker Drive, Suite 3100 Chicago, IL 606O1	General Counsel	\$50,000/ / paid
Deutsch Levy and Engel, Chartered	Currently Retained	Deutsch, Levy & Engel, Chartered 225 W. Washington Suite 1700 Chicago, !L 60606	General Counsel	\$35,00O« / anticipated to be paid
O'Brien and Associates	Currently Retained	1235 E. Davis Street, Arlington Heights, IL 60005	Geotechnical Engineer	\$65,000 / paid

## CTTY 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:

Transportation Infrastucture Properties, LLC

#### **Check ONE of the following three boxes:**

Indicate whether the Disclosing Party submitting this EDS is:

1. [ J the Applicant

OR

- 2. [x] a legal entity currently holding, or anticipated to hold within six months after City action on 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: Aero Chicago, 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:
- Business address of the Disclosing Party: c/o Realterm Airport Logistics Properties, L.P.
   201 West Street, Suite 200, Annapolis, MD 21401
- C. Telephone: 410-280-1100 pax: 410-280-0100 Email: rnbodendorf@realterm.com <mailto:rnbodendorf@realterm.com>
- D. Name of contact person: Michael Bodendorf
- 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):

Cargo Facility Phase II Class 6(b) incentive - O'Hare Cargo Center, Building 837, Chicago International Airport, Chicago, IL 60666

G. Which City agency Or department is requesting this EDS? Department of Planning and 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 - DISCI	LOSURE OF OWNER	RSHIP INTERESTS
A. NATURE OF THE	DISCLOSING PARTY	$\mathcal{C}$
] Person	p	jX] Limited liability company [ ] Limited liability partnership [ ) Joint venture [ ] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [ ] Yes
2. For legal entities, t	he state (or foreign cour	ntry) of incorporation or organization, if applicable:
Delaware		
3. For legal entities no of Illinois as a foreign	_	e of Illinois: Has the organization registered to do business in the State
[] Yes	03 No	[ ] Organized in Illinois
B. IF THE DISCLOSI	NG PARTY IS A LEG	AL ENTITY:
not-for-profit corporat which are legal entities situated party; (iv) for ventures, each general	ions, all members, if any s"); (iii) for trusts, estate genera! or limited partn	blicable, of: (i) all executive officers and all directors of the entity; (ii) for y, which are legal entities (if there are no such members, write "no members es or other similar entities, the trustee, executor, administrator, or similarly terships, limited liability companies, limited liability partnerships or joint other, manager or any other person or legal entity that directly or indirectly opplicant.
NOTE: Each legal ent	ity listed below must su	bmit an EDS on its own behalf.
Name Title John Cammett Kenneth Code Co-	Chair	Co-Chair
current or prospective 7.5% of the Applicant	ve (i.e. within 6 months nt. Examples of such an	concerning each person or legal entity having a direct or indirect, s after City action) beneficial interest (including ownership) in excess of a interest include shares in a corporation, partnership interest in a nember 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 "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 trips Holding Company, llc 201 West Street, Suite 200, Annapolis, MD 21401 100%
SECTION HI - INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS
Has the Disclosing Party provided any income or compensation to any City elected official during the
12-month period preceding the date of this EDS? [ ] Yes [x]No
Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes fx] 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 ofChicago ("MCC")) in the Disclosing Party? [ ]Yes [x]No  If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).
SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES
The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined

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 Busin retained or anticipated Addito be retained)	ness Relationship to Disclosing Partess (subcontractor, attorney, lobbyist, etc.)	ty 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 Disclos	ing Party has not retained, nor ex	xpects to retain, any such persons or entitie
SECTION V - CERTIFICATION	ONS	
A. COURT-ORDERED CHILD	SUPPORT COMPLIANCE	
	ubstantial owners of business entities to ort obligations throughout the contract	that contract with the City must remain in t's term,
• •	ndirectly owns 10% or more of the Dis Illinois court of competent jurisdiction	sclosing Party been declared in arrearage on any n?
[] Yes [] No [X] No person	directly or indirectly owns 10% or mo	ore of the Disclosing Party.
If "Yes," has the person entered is compliance with that agreement?	nto a court-approved agreement for pa	ayment of all support owed and is the person in
[] Yes [] No		
B. FURTHER CERTIFICATIO	NS	
1 This paragraph 1 applies only	wif the Motter is a contract being hand	lled by the City's Department of Progurement

- 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").

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 dale 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
- 10. or to be hired in connection with the Matter certifications equal in form and substance to those in
- 10. Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

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	or that does not provide such certifications or that the Applicant has reason to believe has not vide truthful certifications.
11. If the Disclosing P Disclosing Party must of	arty is unable to certify to any of the above statements in this Part B (Further Certifications), the explain below:
	word "None," or no response appears on the lines above, it will be conclusively presumed that the ed to the above statements.
employees of the Discle	Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current osing Party who were, at any time during the 12-month period preceding the date of this EDS, an appointed official, of the City ofChicago (if none, indicate with "N/A" or "none"). N/A
that the Disclosing Part date of this EDS, to an "gift" does not include: drink provided in the co political contribution of	Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gilts by has given or caused to be given, at any time during the 12-month period preceding the execution employee, or elected or appointed official, of the City ofChicago. For purposes of this statement, a (i) anything made generally available to City employees or to the general public, or (ii) food or purse of official City business and having a retail value of less than \$25 per recipient, or (iii) a therwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift to list the name of the City recipient. N/A
C. CERTIFICATION (	OF STATUS AS FINANCIAL INSTITUTION
1. The Disclosing Part	ry certifies that the Disclosing Party (check one)
[] is []	x] is not

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

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

"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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	1 0	ge because it or any of its affiliates (as defined in MCC Section 2-32-g of MCC Chapter 2-32, explain here (attach additional pages if		
	word "None," or no response osing Party certified to the a	e appears on the lines above, it will be conclusively bove statements.		
D. CERTIFICATION R	EGARDING FINANCIAL	INTEREST IN CITY BUSINESS		
Any words or terms defi	ined in MCC Chapter 2-156	have the same meanings if used in this Part D.		
	loyee of the City have a fina	the best of the Disclosing Party's knowledge after reasonable inquiry, ancial interest in his or her own name or in the name of any other		
[ ] Yes	[x] No			
NOTE: If you checked 'D(2) and D(3) and proce		to Items D(2) and D(3). If you checked "No" to Item D(l), skip Items		
shall have a financial int property that (i) belongs suit of the City (collective	terest in his or her own name to the City, or (ii) is sold for vely, "City Property Sale").	bidding, or otherwise permitted, no City elected official or employee e or in the name of any other person or entity in the purchase of any r taxes or assessments, or (iii) is sold by virtue of legal process at the Compensation for property taken pursuant to the City's eminent t within the meaning of this Part D.		
Does the Matter involve	a City Property Sale?			
(] Yes	[ ] No			
	to Item D(l), provide the nand identify the nature of the	ames and business addresses of the City officials or employees having 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.

- \* 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 die names of any and all slaves or slaveholders described in those records:

#### SECTION VI ■- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

#### A. CERTIFICATION REGARDING LOBBYING

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

(If no explanation appears or begins on the lines above, or 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

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by applicable federal la Ver.2018-1	aw, a member of Congress, an officer or employee of Congress, or an employee Page 9 of 15	
grant or loan, entering into	in connection with the award of any federally funded contract, making any federally funded any cooperative agreement, or to extend, continue, renew, amend, or modify any federally n, or cooperative agreement.	
	y will submit an updated certification at the end of each calendar quarter in which there occur affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2)	
Revenue Code of 1986; or	ry certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 ill not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act	
to paragraphs A(l) through	rty is the Applicant, the Disclosing Party must obtain certifications equal in form and substance A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party contractors' certifications for the duration of the Matter and must make such certifications City upon request.	
B. CERTIFICATION REG	GARDING EQUAL EMPLOYMENT OPPORTUNITY	
	y funded, federal regulations require the Applicant and all proposed subcontractors to mation with their bids or in writing at the outset of negotiations.	
Is the Disclosing Party the [ ] Yes	Applicant? [] No	
If "Yes," answer the three	questions below:	
1. Have you developed ar (See 41 CFR Part 60-2.) [] Yes	nd do you have on file affirmative action programs pursuant to applicable federal regulations?  [] No	
<u>-</u>	e Joint Reporting Committee, the Director of the Office of Federal Contract Compliance apployment Opportunity Commission ail reports due under the applicable filing requirements?  [] No [] Reports not required	
3. Have you participated a clause?	in any previous contracts or subcontracts subject to the equal opportunity	
[] Yes	[] No	
If you checked "No" to qu	estion (1) or (2) above, please provide an explanation:	

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#### SECTION VIT - 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 <a href="http://www.citvofchicago.org/Ethics">http://www.citvofchicago.org/Ethics</a>, 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 infonnation provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

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CERTIFICATION
Under penalty of perjury, the person signing below: (!) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of Ihe Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.
Transportation Infrastructure Properties, LLC (Print or type exact legal name of Disclosing Part)')
Michael A. Bodendorf
(Print or type name of person signing) SVP Operations
(Print or type title of person signing)
Signed and sworn to before me on (date)
at Anne Arundel County. Maryland Notary Public
Commission expires:

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

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## 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) al! 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

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 SCOFFLAVV/PROBLEM LANDLORD CERTIFICATION

File #: R2019-693, Version: 1			
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 Sec landlord pursuant to MCC		Applicant or any Owner identified as a building code scofflaw or problem	
[ ] Yes	[X] No		
* *		aded on any exchange, is any officer or director of the Applicant identified d pursuant to MCC Section 2-92-416?	
[ ] Yes	[] No	(X] The Applicant is not publicly traded on any exchange.	
• , , , , ,	_	ow the name of each person or legal entity identified as a building code of each building or buildings to which the pertinent code violations apply.	

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## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

Section 2-92-385. That section, which should be consulted (www.amlegal.com <a href="http://www.amlegal.com">http://www.amlegal.com</a>), generally covers a parly to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

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

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

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## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

#### **SECTION I - GENERAL INFORMATION**

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-----------------------	---------	---

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable: TRIPS Holding Company, 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: Aerc Chicago, 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: 201 West Street. Suite 200, Annapolis, MD 21401

C. Telephone: 410-280-1100 p<sub>ax:</sub> 410-280-0100 Email: mbodendorf@realterm.com

<mailto:mbodendorf@realterm.com>

- D. Name of contact person: Michael Bodendorf
- 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):

Cargo Facility Phase II Class 6(b) incentive - O'Hare Cargo Center, Building 837, Chicago International Airport, Chicago, IL 60666

G. Which City agency Or department is requesting this EDS? Department of Planning and Development

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

Specification # and Contract # j^A

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#### SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

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A. NATURE OF THE	E DISCLOSING P.	ARTY
partnership ] Limited p [X] Limited liability c [] Limited liability pa [] Joint venture [] Not-for-profit corpo (Is the not-for-profit co	partnership ] Trust ompany rtnership oration	501(c)(3))?
2. For legal entities, th	ne state (or foreign	country) of incorporation or organization, if applicable: Delaware
3. For legal entities in the State of Illinois		the State of Illinois: Has the organization registered to do busine?
[] Yes	[X] No	[] Organized in Illinois
B. IF THE DISCLOSI	ING PARTY IS A	LEGAL ENTITY:
(ii) for not-for-profit c write "no members wh executor, administrato companies, limited lia	orporations, all me nich are legal entiti r, or similarly situa bility partnerships	if applicable, of: (i) all executive officers and all directors of the entity embers, if any, which are legal entities (if there are no such members, ies"); (iii) for trusts, estates or other similar entities, the trustee, ated party; (iv) for general or limited partnerships, limited liability or joint ventures, each general partner, managing member, manager of ctly or indirectly controls the day-to-day management of the Applicant
NOTE: Each legal ent	ity listed below mu	ust submit an EDS on its own behalf.
Name Title  John Cammett  Kenneth Code Co-C	Chair	<u>Co-Chair</u>
current or prospective of .7.5% of the Applica	(i.e. within 6 montant. Examples of su	tion concerning each person or legal entity having a direct or indirect, ths after City action) beneficial interest (including ownership) in excess uch an interest include shares in a corporation, partnership interest in 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 required to submit an E	DS on its own be	half.
Name Business Address Percentage Interest RAL CAC. LLC. 201 West Street. Suite 200. Annapolis. MD 21401	est in the Applica	int
SECTION III INCOME OR COMPENSATION TO, OR OFFICIALS	OWNERSHIP	BY, CITY ELECTED
Has the Disclosing Party provided any income or compensation to an 12-month period preceding the date of this EDS?	y City elected off [] Yes	icial during the [x] No
Does the Disclosing Party reasonably expect to provide any income of elected official during the 12-month period following the date of this	-	o any City [x] No
If "yes" to either of the above, please identify below the name(s) of su such income or compensation:	nch City elected o	fficial(s) and describe
Does any City elected official or, to the best of the Disclosing Party's inquiry, any City elected official's spouse or domestic partner, have a Chapter 2-156 of the Municipal Code ofChicago ("MCC")) in the Disc [3] Yes [x] No	financial interest	
If "yes," please identify below the name(s) of such City elected off (s) and describe the financial interest(s).	icial(s) and/or sp	ouse(s)/domestic partner

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 Address (subcontractor, attorney, to be retained) 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 ex	pects 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 the in compliance with their child support obligations throughout the contra	•
Has any person who directly or indirectly owns 10% or more of the Dison any child support obligations by any Illinois court of competent juris	· ·
[] Yes [] No [X] No person directly or indirectly owns 10% or mo	ore of the Disclosing Party.
If "Yes," has the person entered into a court-approved agreement for paperson in compliance with that agreement?	yment 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 hand! Procurement Services.] In the 5-year period preceding the date of this E	

- 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 front any contractors/subcontractors hired or to be hired in

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connection with the Matter certifications equal not, without the prior written consent of the Cit	in form and substance to those in Certifications (2) and (9) above and will ty, 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:

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 afterreasonable 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 [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:

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"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):

V

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.

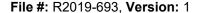
2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for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

[] Yes [] No

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

Name Business Address Nature of Financial Interest



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

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#### 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):

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(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(1) above for his or her lobbying activities or to pay any
person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1  Page 9 of 15
of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or 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 [] 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

Compliance Programs, filing requirements?	, or the Equal	porting Committee, the Director of the Office of Federal Contract Employment Opportunity Commission all reports due under the applicable
[ j Yes	[ ] No	[ ] Reports not required
3. Have you participat opportunity clause? [] Yes	ted in any pre	vious contracts or subcontracts subject to the equal
If you checked "No" to	auestion (1)	or (2) above, please provide an explanation:
n you enoused the te	, quosuon (1)	or (2) decove, previde an emplanation
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5		

#### SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

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- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.citvofchicago.orE/Ethics <a href="http://www.citvofchicago.orE/Ethics">http://www.citvofchicago.orE/Ethics</a>, 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, ihe person signing below: (I) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Parly, and (2) warrants that all certifications and statements contained in this EDS. and till applicable Appendices, are true, accurate and complete as of the date furnished to the City.

TRIPS Holding Company, LLC (Print or type exact legal name of Disclosing Party)

By: • "
$$\sim ps$$
"

Michael A. Bodendoif (Print or type name of person signing)

SVP Operations (Print or type title of person signing)

Notary Public

Com mission expi res:

Signed and sworn to before me on (date) ^1^-1) Anne Arundel County. Maryland (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 H.B.l.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% 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?

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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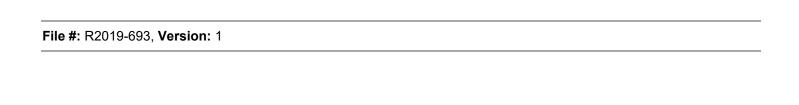
# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

#### 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 scofflawetion 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.

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



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## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

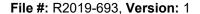
#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

| | Yes [ J No

|X| N/A - 1 am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385. This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(l). Jl'you checked "no" to the above, please explain.



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# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT <sup>1</sup>

#### **SECTION I - GENERAL INFORMATION**

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

#### **Check ONE of the following three boxes:**

Indicate whether the Disclosing Party submitting this EDS is:

- 1. [] the Applicant
  - OR
- 2. [xl 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: Aero Chicago, LLC

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: 201 West Street, Suite 200, Annapolis. MD 21401
- C. Telephone: 410-280-1100 Fa<sub>x:</sub> 410-280-0100 Email: mbodendorf@realterm.com <mailto:mbodendorf@realterm.com>

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D. Name of contact person: Michael Boden E. Federal Employer Identification No. (if y F. Brief description of the Matter to which property, if applicable):	you have one): this EDS pertains. (Include project number and location of Cargo Center, Building 837, Chicago International Airport, Chicago, IL 60666
If the Matter is a contract being handled by complete the following:	the City's Department of Procurement Services, please
Specification # N/A Ver.2018-1	anfj Contract # MA Page 1 of 15
SECTION H - DISCLOSURE OF OWNE  A. NATURE OF THE DISCLOSING PART  I. Indicate the nature of the Disclosing Pa  [ ] Person [ ] Publicly registered business corporation [ ] Privately held business corporation [ ] Sole proprietorship [ ] General partnership [ ] Limited partnership [ J Trust	Y
2. For legal entities, the state (or foreign cou Delaware	untry) of incorporation or organization, if applicable:
3. For legal entities not organized in the Statthe State of Illinois as a foreign entity?	te of Illinois: Has the organization registered to do business in
[] Yes [*J No	[] Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEC	GAL 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,

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executor, administrator, or similarly situated party companies, limited liability partnerships or joint v	for trusts, estates or other similar entities, the trustee, y; (iv) for general or limited partnerships, limited liability ventures, each general partner, managing member, manager or directly controls the day-to-day management of the Applicant.
NOTE: Each legal entity listed below must submi	it an EDS on its own behalf.
Name Title John Cammett Kenneth Code Co-Chair	Co-Chair ^
current or prospective (i.e. within 6 months after 6	erning each person or legal entity having a direct or indirect, City action) beneficial interest (including ownership) in the an interest include shares in a corporation, partnership of a member or manager in a
Page 2 of 15	
limited liability company, or interest of a benef "None."	ficiary of a trust, estate or other similar entity. If none, state
NOTE: Each legal entity listed below may be requ	uired to submit an EDS on its own behalf.
Name Business Address RAL US Holdings, LLC 201 West Street Suite 2	Percentage Interest in the Applicant 200 Annapolis MD 21401 100%
SECTION III - INCOME OR COMPENSA OFFICIALS	ATION TO, OR OWNERSHIP BY, CITY ELECTED
Has the Disclosing Party provided any income or 12-month period preceding the date of this EDS?	compensation to any City elected official during the [] Yes [x] No
Does the Disclosing Party reasonably expect to prelected official during the 12-month period follow	• • • • • • • • • • • • • • • • • • • •
If "yes" to either of the above, please identify belo such income or compensation:	ow the name(s) of such City elected official(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 i
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)/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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[]Yes

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[x] No

Name (indicate whether retained or anticipated to be retained)

Relationship to Disclosing Party

(subcontractor, attorney, lobbyist, etc.)

Relationship to Disclosing Party

(subcontractor, attorney, lobbyist, etc.)

"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?

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[] Yes [] No [x] No person directly or indirectly owns 10% or more of the Disclosing Pa	arty.			
If "Yes," has the person entered into a court-approved agreement for payment of all support of person in compliance with that agreement?	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 TV, "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

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

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

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

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

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riie	#:	KZU I	9-093	. vers	SIOH:	

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 putposes 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)

  - 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

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in the name of any	other person or entity in the Matte	er?
[] Yes	[x] No	
	cked "Yes" to Item D(l), proceed to D(3) and proceed to Part E	o Items D(2) and D(3). If you checked "No" to Item D(l),
employee shall have the purchase of an by virtue of legal p	ve a financial interest in his or her or y property that (i) belongs to the Co 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 lity, or (ii) is sold for taxes or assessments, or (iii) is sold ectively, "City Property Sale"). Compensation for property oes not constitute a financial interest within the meaning
Does the Matter in	volve a City Property Sale?	
[] Yes	[ ] No	
		e 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 any City official of		hibited 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.

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):

(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.2018-1

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

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

Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(l) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.
B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY
If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset 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 Employment Opportunity Commission all reports due under the applicable filing requirements?  [] Yes  [] No  [] Reports not required
3. Have you participated in any previous contracts or subcontracts subject to the equal
opportunity clause? [ 3 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:

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

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

- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.citvofchicago.org/Ethics <a href="http://www.citvofchicago.org/Ethics">http://www.citvofchicago.org/Ethics</a>, 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 infonnation 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 infonnation provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Infonnation Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of infonnation contained in this EDS and also authorizes the City to verify the accuracy of any infonnation submitted in this EDS.
- E. The infonnation 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 curent 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) wan-ants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS. and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

RAL CAC, LLC

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

(Sign here) Michael A. Bodendorf (Print or type name of person signing)

SVP Operations (Print or type title of person signing)

Signed and sworn lo before me on (date) 8/15/19

at Anne Arundel County, Maryland

TRACIE S. GCDNAR Notary Public-I^aryland

Anr.e Aiuti^e! County j My Comrrj'ssion Exoires a June 03, 2022 4

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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 ILB.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% 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 the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

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[X] No		
	ly traded on any exchange, is any officer or director of the Applicant roblem landlord pursuant to MCC Section 2-92-416?	
[] No	[X] The Applicant is not publicly traded on any exchange.	
	[X] No gal entity public de scofflaw or p	

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

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### CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

[] Yes [] No

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

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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: RAL US Holdings, LLC

### **Check ONE of the following three boxes:**

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Indicate whether the Disclosing Par 1. [] the Applicant OR		
contract, transaction or other under direct or indirect interest in excess of LLC	taking to which this EDS 1	old within six months after City action on the pertains (referred to below as the "Matter"), a State the Applicant's legal name: Aero Chicago,
OR 3. [] a legal entity with a direct the legal name of the entity in which		trol of the Applicant (see Section II(B)(1)) Stateds a right of control:
B. Business address of the Disclosin	ng Party: 201 West Stre	eet. Suite 200. Annapolis. MD 21401
C. Telephone: 410-280-1100 F <mailto:mbodendorf@realterm.com< td=""><td></td><td>Email: mbodendorf@realterm.com</td></mailto:mbodendorf@realterm.com<>		Email: mbodendorf@realterm.com
D. Name of contact person: Michael	el Bodendorf	
E. Federal Employer Identification	No. (if you have one):	
F. Brief description of the Matte property, if applicable):	r to which this EDS pe	rtains. (Include project number and location of
Cargo Facility Phase II Class 6(b) incentive	- O'Hare Cargo Center, Building	g 837, Chicago International Airport, Chicago, IL
G. Which City agency or department is reques	sting this EDS? Department of Pla	nning and Development
If the Matter is a contract being han complete the following:	ndled by the City's Departi	ment of Procurement Services, please
Specification # _N_^	and Contract	:#
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SECTION II - DISCLOSURE OF	OWNERSHIP INTERI	ESTS
A. NATURE OF THE DISCLOSIN	G PARTY	
[ ] Person [ ] Publicly registered business corporation [ ] Privately held business corporation [ ] Sole proprietorship [ ] General partnership		

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[ ] Limited partnersh [ ] Trust [X] Limited liability [ ] Limited liability [ ] Joint venture [ ] Not-for-profit con (Is the not-for-profit [ ] Yes [	company partnership rporation		
2, For legal entities,	the state (or foreign	country) of incorporation or organization, if applicable: Delaware	
3. For legal entitie in the State of Illino	_	the State of Illinois: Has the organization registered to do busin?	ess
[]Yes	pCJNo	[ j Organized in Illinois	
B. IF THE DISCLO	SING PARTY IS A	LEGAL ENTITY:	
(ii) for not-for-profit write "no members we executor, administration companies, limited l	t corporations, all me which are legal entition tor, or similarly situation iability partnerships	if applicable, of: (i) all executive officers and all directors of the entermore, if any, which are legal entities (if there are no such members des"); (iii) for trusts, estates or other similar entities, the trustee, ated party; (iv) for general or limited partnerships, limited liability or joint ventures, each general partner, managing member, manager city or indirectly controls the day-to-day management of the Applica	or
NOTE: Each legal e	ntity listed below m	ust submit an EDS on its own behalf.	
Name Title John Cammett  Kenneth Code C	o-Chair	<u>Co-Chair</u>	
current or prospective of 7.5% of the Apple	ve (i.e. within 6 mon icant Examples of su	ion concerning each person or legal entity having a direct or indirect ths after City action) beneficial interest (including ownership) in exc ach an interest include shares in a corporation, partnership interest in member or manager in a	ess
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limited liability con	npany, or interest of	f a beneficiary of a trust, estate or other similar entity. If none, st	ate

e 'None.'

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

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	Name Business Address Percentage Interest in the Applicant RAL Splitter. LP 201 West Street Suite 200. Annapolis MD 21401 100%				
SECTION III - INCON OFFICIALS	ME OR COMPENSATION TO	O, OR OWNERSHIP	BY, CITY ELECTED		
Has the Disclosing Party p 12-month period preceding	rovided any income or compensati g the date of this EDS?	ion to any City elected off	icial during the [x] No		
_ ,	reasonably expect to provide any in 12-month period following the date	<u>-</u>	any City [x] No		
If "yes" to either of the about such income or compensate	ove, please identify below the name ion:	e(s) of such City elected or	fficial(s) and describe		
inquiry, any City elected or Chapter 2-156 of the Muni	cial or, to the best of the Disclosing fficial's spouse or domestic partner cipal Code of Chicago ("MCC")) i	r, have a financial interest			
If "yes," please identify partners) and describe the f	below the name(s) of such Cinancial interest(s).	ity elected official(s) an	nd/or spouse(s)/domestic		
SECTION IV - DISCLOS	SURE OF SUBCONTRACTORS	S AND OTHER RETAIN	NED PARTIES		
defined in MCC Chapter 2- Party has retained or expect and the total amount of the employees who are paid so uncertain whether a disclosi	disclose the name and business ad 156), accountant, consultant and a sts to retain in connection with the fees paid or estimated to be paid. The lely through the Disclosing Party's sure is required under this Section, red or make the disclosure.	any other person or entity of Matter, as well as the nature. The Disclosing Party is not sregular payroll. If the Discontinuous controls are second to the Discontinuous controls and the Discontinuous controls are second to the Discontinuous control	whom the Disclosing are of the relationship, of required to disclose sclosing Party is		
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Name (indicate whether Business Relationship to Disclosing Party Fees (indicate whether retained or anticipated Address (subcontractor, attorney, paid or estimated.) NOTE:

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to be retained)	lobbyist, etc.)	"hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)		
[X] Check here if the D	isclosing Party has not retained,	nor expects to retain, any such persons or
entities. SECTION V - C	ERTIFICATIONS	
A. COURT-ORDERED C	HILD SUPPORT COMPLIANCE	
	415, substantial owners of business ealld support obligations throughout th	ntities that contract with the City must remain e contract's term.
• •	ly or indirectly owns 10% or more of tions by any Illinois court of compet	the Disclosing Party been declared in arrearage ent jurisdiction?
[] Yes [] No [X] No [	person directly or indirectly owns 109	% or more of the Disclosing Party.
If "Yes," has the person en person in compliance with		at for payment of all support owed and is the
[] Yes [] No		
B. FURTHER CERTIFIC	ATIONS	
1. [This paragraph 1 appli	es only if the Matter is a contract being	ng handled by the City's Department of

- 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 H(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 TV, "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").

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 BLCS 5/33E-3; (2) bid-rotating in violation of 720 ELCS 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:
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 ofChicago. 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
has not provided or cannot provide truthful certifications.  11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:  If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.  12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, 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 ofChicago. 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

#### 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

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loss of the privile	ge of doing business with the City	7."
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	(b)) is a predatory lender within	edge because it or any of its affiliates (as defined in MCC in the meaning of MCC Chapter 2-32, explain here (attach
	"," the word "None," or no respons umed that the Disclosing Party ce	e appears on the lines above, it will be rtified to the above statements.
D. CERTIFICAT	ION REGARDING FINANCIAL	INTEREST IN CITY BUSINESS
Any words or terr	ms defined in MCC Chapter 2-156	have the same meanings if used in this Part D.
reasonable inquir		o the best of the Disclosing Party's knowledge after of the City have a financial interest in his or her own name or otter?
[] Yes	[x] No	
	ecked "Yes" to Item D(1), proceed nd D(3) and proceed to Part E.	to Items D(2) and D(3). If you checked "No" to Item D(l),
employee shall ha the purchase of ar by virtue of legal	ave a financial interest in his or he my property that (i) belongs to the process at the suit of the City (col	e bidding, or otherwise permitted, no City elected official or rown 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 is	nvolve a City Property Sale?	
[]Yes	[] No	
		the names and business addresses of the City officials or fy 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 ail persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

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

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with respect to the Matter.)	
any person or entity listed person or entity to influen	as not spent and will not expend any federally appropriated funds to pay d in paragraph A(l) above for his or her lobbying activities or to pay any nee or attempt to influence an officer or employee of any agency, as defined, a member of Congress, an officer or employee of Congress, or an employee Page 9 of 15
funded grant or loan, entering	connection with the award of any federally funded contract, making any federally g into any cooperative agreement, or to extend, continue, renew, amend, or modify t, grant, loan, or cooperative agreement.
<u> </u>	will submit an updated certification at the end of each calendar quarter in which naterially affects the accuracy of the statements and information set forth in ove.
Internal Revenue Code of 19 Revenue Code of 1986 but h	certifies that either: (i) it is not an organization described in section 501(c)(4) of the 186; or (ii) it is an organization described in section 501(c)(4) of the Internal as not engaged and will not engage in "Lobbying Activities," as that term is closure Act of 1995, as amended.
substance to paragraphs A(l) the Disclosing Party must ma	v is the Applicant, the Disclosing Party must obtain certifications equal in form and through A(4) above from all subcontractors before it awards any subcontract and aintain all such subcontractors' certifications for the duration of the Matter and is promptly available to the City upon request.
B. CERTIFICATION REGA	ARDING EQUAL EMPLOYMENT OPPORTUNITY
	rally funded, federal regulations require the Applicant and all proposed the following information with their bids or in writing at the outset of
Is the Disclosing Party the A [ ] Yes [ ]	pplicant?   No
If "Yes," answer the three qu	estions below:
regulations? (See 41 CFR Pa	do you have on file affirmative action programs pursuant to applicable federal art 60-2.)  No
Compliance Programs, or the filing requirements?	oint Reporting Committee, the Director of the Office of Federal Contract e Equal Employment Opportunity Commission all reports due under the applicable

<ol><li>Have you par opportunity clau</li></ol>		s contracts or subcontracts subject to the equal
[] Yes	[ ] No	
If you checked "	No" to question (1) or (2	2) above, please provide an explanation:

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#### SECTION VTJ - 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 <a href="http://www.cityofchicago.org/Ethics">http://www.cityofchicago.org/Ethics</a>, 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 riot 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

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eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

## Page 11 of 15 CERTIFICATION

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

RAL US Holdings, LLC (Print or type exact legal name of Disclosing Party)

(Sign here) '

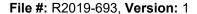
Michael A. Bodendorf (Print or type name of person signing)

SVP Operations (Print or type title of person signing)

Signed and sworn to before me on (dale) 8/J 5/19 at Anne Arundel County, Maryland (stale).

Notary Public <sub>r</sub>-

Commission expires;



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# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

# FAMDLIAL 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.

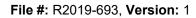
Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[] 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 CHI	CAGO ECONOMIC DISCLOSURE STATEMENT AND
f		AFFIDAVIT APPENDIX B
BUILDING CO	DE SCOFFLA	AW/PROBLEM LANDLORD CERTIFICATION
	Applicant 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 erest in the Applicant.
1. Pursuant to MCC Section problem landlord pursu		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.
		Ify 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

code violations apply.



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# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

Yes    No	o
-----------	---

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

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## 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: RAL Splitter, LP

## **Check ONE of the following three boxes:**

Indicate whether the Disclosing Party submitting this EDS is:

- 1. [] the Applicant OR
- 2. [XJ a legal entity 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: Aero Chicago, 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: 201 West Street. Suite 200, Annapolis, MD 21401

C. Telephone: 410-280-1100 Fax: 410-280-0100 Email: mbodendorf@realterm.com

<mailto:mbodendorf@realterm.com>

- D. Name of contact person: Michael Bodendorf
- 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):

Cargo Facility Phase II Class 6(b) incentive - O'Hare Cargo Center, Building 837, Chicago International Airport, Chicago, IL 60666

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	contra	ct being handled		epartment of Planning an	-	ervices,	please	
Specification # J			0	and Contract # N	/ <b>A</b>			
Ver.2018-1	A			and Contract # _N/	A			
SECTION II	-	DISCLOSURE	OF	OWNERSHIP	INTERESTS	A.	NATURE	OF
THE DISCLOSING	G PAR	ΓΥ						
[ ] Person [ ] Publicly register [ ] Privately held by [ ] Sole proprietors [ ] General partners [ ] Trust [ ] Limited liability [ ] Limited liability [ ] Joint venture [ ] Not-for-profit co (Is the not-for-profit	usiness hip ship [X] compa partner orporatio	corporation  Limited partnersh  ny  ship  on	0(3))?					
2. ,'For legal entitie	es, the s	tate (or foreign cou	ntry) of i	ncorporation or orga	anization, if applica	able: De	laware	
3. For legal entities of Illinois as a fore		-	of Illinoi	s: Has the organizat	tion registered to d	o busine	ess in the State	
[] Yes		[XJ No	[](	Organized in Illinois	S			
B. IF THE DISCLO	OSING	PARTY IS A LEC	AL ENT	ITY:				
		_	-	of: (i) all executive of are legal entities (if				

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			
John Camme	ett	Co-Chair	
Kenneth Code Co-Chair			
prospective (i.e. within 6 mo	ing information concerning each person on this after City action) beneficial interes an interest include shares in a corpora- or or manager in a	st (including ownership) in e	xcess of 7.5% of the
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limited liability company "None."	, or interest of a beneficiary of a	trust, estate or other simil	ar entity. If none, state
NOTE: Each legal entity l	listed below may be required to sub-	mit an EDS on its own beh	alf.
	Business Address F cs REIT. LLC. 201 West St., Suite 2	Percentage Interest in the A 200 Annapolis, MD 21401	* *
SECTION III INCO OFFICIALS	OME OR COMPENSATION TO	O, OR OWNERSHIP I	BY, CITY ELECTED
Has the Disclosing Party	provided any income or compensati	on to any City elected offi	cial during the
12-month period precedir		[] Yes	[x] No
Does the Disclosing Party	reasonably expect to provide any in	ncome or compensation to	any City
elected official during the	12-month period following the date	of this EDS? [] Yes	[x] No
If "yes" to either of the ab such income or compensa	ove, please identify below the name tion:	e(s) of such City elected of	ficial(s) and describe
inquiry, any City elected of	icial or, to the best of the Disclosing official's spouse or domestic partner, icipal Code of Chicago ("MCC")) in [x] No	, have a financial interest (	
If "yes," please identify be (s) and describe the finance	pelow the name(s) of such City electial interest(s).	cted official(s) and/or spo	ouse(s)/domestic partner

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#### 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 retained or anticipated to be retained)

Relationship to Disclosing Party

(subcontractor, attorney, lobbyist, etc.)

Relationship to Disclosing Party

(subcontractor, attorney, lobbyist, etc.)

"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?

L	] Yes	[] No	[X] No person	directly of	r indirectly own	is 10% or more	of the D	Disclosing Pa	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 [] 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.

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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

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

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

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

- 12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, 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 [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 fx] 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.

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Does the Matter i	nvolve a City	y Property Sale	?			
[]Yes	[ jN	lo'				

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

Name Business Address Nature of Financial Interest

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

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#### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. 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

File #: R2019-693, Version: 1
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):
(If no explanation engages on booing on the lines choses, on if the letters "NIA" on if the yeard "Nene" engage it will be

(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(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee Ver.2018-1

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

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

#### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing Pa	arty the Applicant
[] Yes	[ ] No

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If "Yes," answer the thre	ee questions below:
<ol> <li>Have you developed regulations? (See 41 CF)</li> <li>Yes</li> </ol>	and do you have on file affirmative action programs pursuant to applicable federal R Part 60-2.) '[]No
•	the Joint Reporting Committee, the Director of the Office of Federal Contract or the Equal Employment Opportunity Commission all reports due under the applicable  [] No [] Reports not required
3. Have you participated opportunity clause? [] Yes	d in any previous contracts or subcontracts subject to the equal  [ ] No
If you checked "No" to o	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.ore/Ethics <a href="http://www.cityofchicago.ore/Ethics">http://www.cityofchicago.ore/Ethics</a>, 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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#### CEUTIFICATION

Under penalty of perjury, ihe person signing below: (1) warrants lliat he/she is authorized 10 execute this IZDS. and all applicable Appendices, on behalf of the Disclosing Parly, and (2:) warrants that all certifications and statements contained in this IZDS. and all applicable Appendices, are true, accurate and complete as of the dale furnished to the City.

Signed and sworn to before mo on (dale)

^ 5/19

at Anne Arundel County, Maryland (state). Notary Public |-

 $- \text{``} \text{``} \text{C^*R} \sim - \text{``} \text{$ 

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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 CHICACO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is lo be completed only by nn Applicant that is completing this EDS as a "'contractor" as defined in MCC Section 2-92-3S5. That section, which should be consulted (www.ainleaal.com' <a href="http://www.ainleaal.com">http://www.ainleaal.com</a>), generally covers a party to any agreement pursuant to which they: (i) receive Cily of Chicago funds in consideration for services, work or goods provided (including for legal or oilier professional services), or (ii) pay the Cily money for a license, grant or concession allowing them to conduct a business on City premises.

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

| | Yes

I I No

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

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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: REALTERM AIRPORT LOGISTICS REIT, LLC '

## **Check ONE of the following three boxes:**

Indicate whether the Disclosing Party submitting this EDS is:

1. [] the Applicant OR

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contract, transaction or other underta	aking to which this EDS p	old within six months after City action on the ertains (referred to below as the "Matter"), a state the Applicant's legal name: Aero
	<del>_</del>	control of the Applicant (see Section 11(B)(1) y holds a right of control:
B. Business address of the Disclosin	g Party: 201 West Stre	et, Suite 200, Annapolis, MD 21401
C. Telephone: 410-280-1100 <mailto:mbodendorf@realterm.com< td=""><td>Fax: 410-280-0100</td><td>Email: mbodendorf@realterm.com</td></mailto:mbodendorf@realterm.com<>	Fax: 410-280-0100	Email: mbodendorf@realterm.com
D. Name of contact person: Michael	Bodendorf	
E. Federal Employer Identification 1	No. (if you have one):	
F. Brief description of the Matter to property, if applicable):	which this EDS pertains.	(Include project number and location of
Cargo Facility Phase II Class 6(b) incentive -	O'Hare Cargo Center, Building	837, Chicago International Airport, Chicago, IL 60666
G. Which City agency 01' department is reques	ting this EDS? Department of Plar	nning and Development
If the Matter is a contract being hand complete the following:	lled by the City's Departm	nent of Procurement Services, please
Specification #	and Contract	#
Ver.2018-1	Page 1 of 15	
SECTION II DISCLOSURE OF OW	VNERSHIP INTERESTS	
A. NATURE OF THE DISCLOSING PA	ARTY	
] Person ] Publicly registered business corporation partnership ] Limited partnership ] Trust [x] Limited liability company [ ] Limited liability partnership [ ] Joint venture [ ] Not-for-profit corporation		orporation ] Sole proprietorship ] General
(Is the not-for-profit corporation also a 50	01(c)(3))?	

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[]Yes	[] No [] Other (please	specify)		
2. For legal entit	ies, the state (or foreign co	ountry) of incorporation or organ	nization, if applicable: Delaware	e
3. For legal entit of Illinois as a fo		ate of Illinois: Has the organizat	tion registered to do business in	the State
[] Yes	No	[] Organized in Illinois	5	
B. IF THE DISC	CLOSING PARTY IS A LI	EGAL ENTITY:		
not-for-profit con which are legal e situated party; (in ventures, each ge	rporations, ail members, if entities"); (iii) for trusts, es v) for general or limited pa	applicable, of: (i) all executive of any, which are legal entities (if states or other similar entities, that artnerships, limited liability commember, manager or any other partnerships.	Ethere are no such members, wr ne trustee, executor, administrate apanies, limited liability partner	ite "no members or, or similarly ships or joint
NOTE: Each leg	al entity listed below must	t submit an EDS on its own beha	alf.	
Name Title John Camme Kenneth Cod		Cn-Phair		
prospective (i.e. Applicant. Exam	within 6 months after City	n concerning each person or legar action) beneficial interest (inclicated shares in a corporation, parts a	luding ownership) in excess of 7	7.5% of the
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limited liability "None.",	y company, or interest	oi a beneficiary of a trust, e	estate or other similar entity	. If none, state
NOTE: Each le	gal entity listed below n	nay be required to submit an	EDS on its own behalf.	
Name Realterm Airpo	Business Address ort Logistics Properties,	Percentage Inte LP. 201 West Street, Suite 20	erest in the Applicant 00, Annapolis, MD 21401	100%

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SECTION III INCOME OR COMPENSATION TO, OF OFFICIALS	R OWNERSHIP BY	, CITY ELECTED
Has the Disclosing Party provided any income or compensation to 12-month period preceding the date of this EDS?	any City elected officia	al during the [X] No
Does the Disclosing Party reasonably expect to provide any income elected official during the 12-month period following the date of the	•	y City [x] No
If "yes" to either of the above, please identify below the name(s) of such income or compensation:	f such City elected offic	ial(s) and describe
Does any City elected official or, to the best of the Disclosing Party inquiry, any City elected official's spouse or domestic partner, have Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the I [] Yes [x] No  If "yes," please identify below the name(s) of such City elected (s) and describe the financial interest(s).	e a financial interest (as Disclosing Party?	defined in
SECTION IV - DISCLOSURE OF SUBCONTRACTORS ANI	D OTHER RETAINE	D PARTIES
The Disclosing Party must disclose the name and business address defined in MCC Chapter 2-156), accountant, consultant and any of Party has retained or expects to retain in connection with the Matter and the total amount of the fees paid or estimated to be paid. The Demployees who are paid solely through the Disclosing Party's reguluncertain whether a disclosure is required under this Section, the Dwhether disclosure is required or make the disclosure.	her person or entity whomer, as well as the nature of Disclosing Party is not relar payroll. If the Disclosing	om the Disclosing of the relationship, equired to disclose osing Party is

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Name (indicate whether retained or anticipated to be retained)

Relationship to Disclosing Party retained or anticipated to be retained)

Relationship to Disclosing Party retained or estimated.) NOTE:

| bobbyist, etc.) | contractor, attorney, | contra

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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?
f] 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 diis 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 IS
2. The Disclosing Darty and if the Disclosing Darty is a local antity all of these manners are articles identified in Caption O

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section 0 (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.2018-1

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

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further

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Certifications), the Disclosing Party must explain below:

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

- 12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (il 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 puiposes 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 [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

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additional pages if i	necessary):	
		se appears on the lines above, it will be extified to the above statements.
D. CERTIFICATIO	N REGARDING FINANCIAI	L INTEREST IN CITY BUSINESS
Any words or terms	defined in MCC Chapter 2-15	6 have the same meanings if used in this Part D.
reasonable inquiiy,		o the best of the Disclosing Party's knowledge after of the City have a financial interest in his or her own name or tter?
[] Yes	[x] No	
	xed "Yes" to Item D( 1), proceed D(3) and proceed to Part E.	ed to 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 he property that (i) belongs to the ocess at the suit of the City (co	e bidding, or otherwise permitted, no City elected official or er 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 llectively, "City Property Sale"). Compensation for property does not constitute a financial interest within the meaning of
Does the Matter inv	olve a City Property Sale?	
[ ] Yes	[ ] No	
•	\ /· •	the names and business addresses of the City officials or ify the nature of the financial interest:
Name	Business Address	Nature of Financial Interest
4. The Disclosing F any City official or		rohibited 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):

(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.2018-1

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grant or loan, entering int	, in connection with the award of any federally funded contract, making any federally funded to any cooperative agreement, or to extend, continue, renew, amend, or modify any federally an, or cooperative agreement.
_	rty will submit an updated certification at the end of each calendar quarter in which there occurs affects the accuracy of the statements and information set forth in paragraphs A(l) and A(2)
Revenue Code of 1986; o	rty certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal r (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act
substance to paragraphs A Disclosing Party must ma	Party is the Applicant, the Disclosing Party must obtain certifications equal in form and A(l) through A(4) above from all subcontractors before it awards any subcontract and the sintain all such subcontractors' certifications for the duration of the Matter and must make such vailable to the City upon request.
B. CERTIFICATION RE	GARDING EQUAL EMPLOYMENT OPPORTUNITY
	erally funded, federal regulations require the Applicant and all proposed subcontractors to rmation with their bids or in writing at the outset of negotiations.
Is the Disclosing Party the	e Applicant?
[] Yes	[] No
If "Yes," answer the three	questions below;
1. Have you developed a (See 41 CFR Part 60-2.)	and do you have on file affirmative action programs pursuant to applicable federal regulations?
[] Yes	[ ] No
•	ne Joint Reporting Committee, the Director of the Office of Federal Contract Compliance mployment Opportunity Commission all reports due under the applicable filing requirements?  [] No [] Reports not required
3. Have you participated clause?	in any previous contracts or subcontracts subject to the equal opportunity
[] Yes	[ ] No
If you checked "No" to qu	uestion (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.ora/Ethics <a href="http://www.cityofchicago.ora/Ethics">http://www.cityofchicago.ora/Ethics</a>, 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 penally ol'perjury, the person signing below: (1) warrants that he/she is authorize

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

REALTERM AIRPORT LOGISTICS REIT, LLC (Print or type exact legal name of Disclosing Party)

(Sign here) \*

Michael A. Bodendorf (Print or type name of person signing)

SVP Operation^ (Print or type title of person signing)

Signed and swum lo before me on (dale)

Anne Arundel Notary Public

Commission ex p i res:

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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 "familiai 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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code violations apply.

### 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 Sor 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.
•		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 pertinent

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# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2t92-385(d)(1) and (2). which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that ihe Applicant has adopted a policy that includes those prohibitions.

T	1	Yes
	1	1 03

[JNo

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

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# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

#### SECTION I - GENERAL-INFORMATION

A. Legal name of Lhe Disclosing Party submitting this EDS. Include d/b/a/ if applicable: Realterm Airport Logistics Properties, L.P.

Check ONE of the following three boxes:

Ludicate 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 mime; Aero Chicago, LLC
  - ~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: Realterm Airport Logistics Properties, L.P.
   201 West Street, Suite 200, Annapolis, MD 21401
- C. Telephone: 410-280-1100 p^ 410-280-0100 Email: mbo.dendorf@reatterm.com

<mailto:mbo.dendorf@reatterm.com>

- D. Name of contact person: Mike Bodendorf
- 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):

Cargo Facility Phase 11 Class 6(b) incentive - O'Hare Cargo Center, Building 837. Chicago International Airport, Cnlcago, IL 60666

G. Which City agency or department is requesting this EDS? Department of Planning and 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
DISCLOSIN	G PARTY								
I. Indicate	e the nature	of the Disclosing F	Party:						
] Person	ragistared by	usiness corporation		Limited liability co Limited liability pa					
		ess coiporation	[]	Joint venture	•				
] Sole prop j General p				ot-for-profit corpone not-for-profit co		501(c)(	3))2		
X] Limited		)	[]Y	es []Ño		)(I(C)(.	5)):		
Trust			[]0	ther (please specif	Ty)				
2. For legal	entities, the	state (or foreign co	ountry)	of incorporation o	r organization, if	applica	ble:		
2. Delaware	j								
3. For legal of Illinois as		organized in the St ntity?	ate of I	llinois: Has the org	ganiialion register	red to d	o business in t	he State	
[ J.Yes		DO No	[](	Organized in Illino	is				
B. IF THE D	ISCLOSIN	G PARTY IS A LE	EGAL I	ENTITY: :					
1. List belo	w ihe full n	names and titles, if a	applical	ble, of: (i) all exec	utive officers and	all dire	ectors of the er	ntitv; (ii)	for
not-for-profit	t corporation	ns, all members, if	any, wl	hich are legal entit	ies (if there are no	such 1	members, write	e "no me	mbers
		); (iii) for trusts, est eneral or limited pa							
ventures, eac	h general p	artner, managing m	ember,	manager or any o					
	•	nanagement of the	11						
NOTE: Each	legal entity	listed below must	submit	an EDS on its ow	n behalf.				
Name Title'									

RAL GP, LLC 201 West Street, Suite 200, Annapolis, MD 21401 General Partner

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 liability com	apany, or interest of a be	eneficiary of a trustj e	estate or olber similar en	ntity. If none, state "None.",
NOTE: Each legal e	entity listed below may b	be required to subnhi	t an EDS on its own be	half.
Name l Please see attached l	Business Address list.	Percentage Ir	nterest in the Applicant	
SECTION III INC OFFICIALS	COME OR COMPENSA	ATION TO, OR OW	NERSHIP BY, CITY I	ELECTED
Has the Disclosing	Pat ty provided any inco	ome or compensation	to any City elected off	icial during the
12-month period pro	eceding the date of this	EDS?	[] Yes	(X] No
Does the Disclosing	g Party reasonably expec	ct to provide any inco	ome or compensation to	any City
elected official durin	ng the 12-month period	following the date of	f this EDS? (] Yes	[X] No
If "yes" to either of or compensation:	the above, please identi	fy below the name(s)	of such City elected o	fficial(s) and describe such income
Does any City elect	ed official or, to the bes	st of the Disclosing P	arty's knowledge after 1	reasonable
inquiry, any City el	ected official's spouse o	or domestic partner, h	ave a financial interest	(as defined in
Chapter 2-156 of th	e Municipal Code ofCh	icago ("MCC")) in th	ne Disclosing Party?	
[] Yes	£< ] No i			
If "yes," please ide describe the financi		(s) of such City elec	cted official(s) and/or	spouse(s)/domestic partner(s) and
		i	v	
SECTION IV - DIS	SCLOSURE OF SUBCO	ONTRACTORS ANI	O OTHER RETAINED	PARTIES
The Disclosing Part	ty must disclose the nan	ne and business addre	ess of each subcontract	or, 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

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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	Fees (indicate whether
retained or anticipated	Address	(subcontractor, attorney,	paid or estimated.') NOTE:
to be retained)		lobbyist, etc.)	"hourly rate" or "t.b.d." is
			; not an acceptable response.

(Add sheets if necessary) j

[X] Check here if the Disclosing Patty 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?

ſ	] Yes	[]	No D<	[] No	person	directl	y or	indirectl	y owns	10%	or more	of t	he D	)iscl	osing	Part	y

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?

f J Yes [] No

#### B. I'URTHER CERTIFICATIONS I

- 1. [This paragraph 1 applies only if ihe 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 Patty 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 S years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against therh 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 Ihe 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause oc 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 ail 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 conU'olled 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: I

- a. bribed or attempted lo 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; I
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted ojadjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debannent Regulations); or (a)(6)(Minimum Wage Ordinance).
- 6. Neither the Disclosing Party, nor any Affiliated Entity or'Contractor, or any of their employees, officials, agents or partners, is barred from contracting widi 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 Parly nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, jor 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 employecof 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 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 die 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 thai docs not provide such certifications or that the Applicant lias 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: 1
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.
] 2. To the best of ihe Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all cunent'employees of the Disclosing Parly who were, at any time during the 12-month period preceding the date of this EDS, an employee, oi; elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").
N/A I
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list, of all gifts thai (he 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 ofChicago. For purposes of this statement, a "gift" 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
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1. The Disclosing Party certifies that the Disclosing Party (check one)
[] is [X] is not I
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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		it or any of its affiliates (as defined in. MCC Section 2-32- C Chapter 2-32, explain here (attach additional pages if
	x," the word "None," or no response appears on the Party certified to the above statements.	in the lines above, it will be conclusively presumed
D. CERTIFICAT	ΓΙΟΝ REGARDING FINANCIAL INTERES	T IN CITY BUSINESS
Any words or terr	rms defined in MCC Chapter 2-156 have the s	same meanings if used in this Part D.
	or employee of the City-have a financial inter	the Disclosing Party's knowledge afLer reasonable inquiry, rest in his or her own name or in the name of any other
[] Yes	(X) No	
_	hecked "Yes" to Item D(l). proceed to Items Ind proceed to Part E.	D(2) and D(3). If you checked "No" to Item D(1), skip Items
shall have a finan property that (i)be suit of the City (c	ncial interest in his or her own name or in the belongs to the City, or (ii) is sold for taxes or a	or otherwise permitted, no City-elected official or employee name of any other person or entity in the purchase of any assessments, or (iii) is sold by virtue of legal process at the ation for property taken pursuant to the City's eminent ie meaning of this Part D.
Does the Matter i	involve a City Property Sale?	
[ J Yes	[] No	
	d "Yes" to Item D(l), provide the names and leterest and identify the nature of the financial is	pusiness addresses of the City officials or employees having interest:
Name	Business Address ; Na	ature of Financial Interest
4. The Disclosing official or employ		inancial interest in the Matter will be acquired by any City

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#### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2).bciow. 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. I

- \* L. 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 oi" 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 al! slaves or slaveholders described in those records:

#### SECTION VI - CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

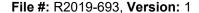
#### A. CERTIFICATION REGARDING LOBBYING!

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: (Acid sheets if necessary): <sup>1</sup>

(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 Disciosing. 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.) <sup>1</sup>

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

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by applicable fed	leral law, a me	ember of Congress, an offi	cer or employee of Congress, or an employee
Ver.20JS-l		Page 9 of 15:	
	g into any coo	operative agreement, or to	ny federally funded contract, making any federally funded extend, continue, renew, amend, or modify any federally
			tion at the end of each calendar quarter in which there occurs at and information set forth in paragraphs A(l) and A(2)
Internal Revenue Co 501 (c)(4) of the Int	de of 1986; or ernal Revenu	(ii) it is an organization d	ot engaged and will not engage in "Lobbying Activities," a
to paragraphs A(l) th	rough A(4) at ch subcontract	pove from all subcontractors' certifications for the d	g Party must obtain certifications equal in form and substance are before it awards any subcontract and the Disclosing Parry duration of the Matter and must make such certifications
B. CERTIFICATION	N REGARDII	NG EQUAL EMPLOYME	ENT OPPORTUNITY
			require the Applicant and all proposed subcontractors to g at the outset of negotiations.
Is the Disclosing Par	ty the Applica	ant?!	
[] Yes -	[] No;	:	
If "Yes," answer the	three question	ns below: !	
1. Have you develo (See 41 CFR Part 60 [] Yes		ou have on file affirmative	action programs pursuant to applicable federal regulations?
		ent Opportunity Commissi	Director of the Office of Federal Contract Compliance on all reports due under the applicable filing requirements? : ed
3. Have you participal clause?	pated in any p	revious contracts or subco	ontracts subject to the equal opportunity
[] Yes	[ ] No i		
If you checked "No	" to question (	1) or (2) above, please pro	ovide an explanation:



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i

#### SECTION VU - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION The Disclosing Parly

#### understands and agrees that:

A. The certifications, disclosures, and acknowledgments contained in mis EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, Cily assistance, or other City action, and are material inducements to the City's execution of any conLract 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 Cily contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.citvofchicago.org/Ethics <a href="http://www.citvofchicago.org/Ethics">http://www.citvofchicago.org/Ethics</a>, 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 lo the Cily of treble damages.
- D. It is tire 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 infonnation 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 perjiRy, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and ail applicable Appendices, are true, accurate and complete as of the date furnished to the City.

Realterm Airport Logistics Properties, L.P.
(Print or type exact legal name of Disclosing Party)

(Sign here)
(Print or type name of person signing)

Senior VrcTrPfgsrdefiT" 5 }/Y"
(Print or type title of person signing)"

Signed and sworn to before me on (date)  $c'^{-1}/\blacksquare\blacksquare/in$ 

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# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A I

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 own.ersli.ip <a href="http://own.ersli.ip">http://own.ersli.ip</a> 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 cily 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 aldennan, the city clerk, the city u-easurer 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.D.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 Parry" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

Γ	] Yes	[Xj No

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 SCOFFLA W/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

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ownership interest in th	e Applicant.				
1. Pursuant to MCC Selandlord pursuant to MC	,	Applicant or any Owner identified as a building code scofllaw or problem			
[] Yes ,	(XJ No				
* *		aded on any exchange, is any officer or director of the Applicant identified rd pursuant to MCC Section 2-92-416?			
[] Yes	[ ] No	fx] The Applicant is not publicly traded on any exchange.			
3. If yes to (1) or (2) al	bove, please identify be	low the name of each person or legal entity identified as a building code			

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

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# CITY OF CHICAGOj ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT 'APPENDIX C

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is'-completing this EDS as a "contractor" as SSM^'m MCC Section 2-92-385. That section, which should be consulted (www.am.legal.comV <a href="http://www.am.legal.comV">http://www.am.legal.comV</a> generally covers a patty to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (inchidingifor legal or other professional services), or (ii) pay the City money for a license, grant

or concession allowing them to conduct a business on Cily premises.

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

[ j Yes

[ ]No

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

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#### **ANSWER TO QUESTION: 11(B)(2)**

1. \* State of Wisconsin Investment Board 16.9%

121 E Wilson St

Madison, WI 53703 j

- 2. \*Utah State Retirement Investment Fund 12.7% 560 East 200 South; Salt Lake City, UT 84102-2099
- 3. CBRE Global Alpha US LP 16.9% 1209 Orange Street

Wilmington, DE 19801

4. UPS Group Trust 12.7% 55 Glenlake Parkway, NE Atlanta, GA 30328

5. Stichting Pensioenfonds ING

11.9%

5. De Entree 201, 1101 HG Amsterdam

The Netherlands

\*Exempt pursuant to Rules Regarding Economic Disclosure Statement and Affidavit - Rule 1(c) of Section 2-154-050 of the Municipal Code of Chicago,

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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:

CBRE Global Alpha US LP

Check ONE of the following three boxes:

i

Indicate whether the Disclosing Party submitting this EDS is:

1. [] the Applicant '

OR

- 2. fXJ 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: Aero Chicago, LLC

 $OR^{-1}$ 

- '**a** 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: 1209 Orange Street, Wilmington, Delaware 19801

C. Telephone: 617 425 2889 Fax: 617 425 2801 : Email: justm.seaman@cbreglobalinves tors.com <a href="mailto:tors.com">tors.com</a> <a href="mailto:tors.com">http://tors.com</a>

D- Name of contact person: Justin Seaman

- 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):

Cargo Facility Phase II Class 6(b) incentive - O'Hare Cargo Center, Building 837, Chicago International Airport, Chicago. IL 60666

G. Which City agency or department is requesting this EDS? Department of Planning and Development /;

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

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Specification # Ver.2018-1	N/A		and Contr	ract # N/A				
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SECTION	II - DI	SCLOSURE	OF	OWNERSHIP	INTERESTS	A.	NATURE	OF
THE DISCLOS	ING PARTY	!						
1. Indicate t	he nature of th	e Disclosing Pa	arty:					
[] Person [] Publicly region [] Privately hel [] Sole proprie [] General part Limited part [j Trust [	d business cor torship nership		[] Limi [] Join [] Not (Is the	ited liability compited liability partner to venture for-profit corpora not-for-profit corp [ ]Yes [ ]No	ership tion	(cX3)) <sup>5</sup>	?	
2. For legal ent	tities, the state	(or foreign cou	untry) of	incorporation or or	ganization, if appl	licable:		
United States								
3. For legal en	tities not organ	nized in the Sta	te of Illin	ois: Has the organ	ization registered	to do		
business in the	_				· ·			
[] Yes		No	[ ] Org	ganized in Illinois				
B. IF THE DIS	CLOSING PA	RTY IS A LEG	GAL EN	ΓΙΤΥ: <sup>:</sup>				
for not-for-prof members which or similarly situ partnerships or	it corporations are legal entities tated party; (iv joint ventures,	, all members, ties"); (iii) for to ) for general or each general p	if any, water states if any, water states if any, water states if any artner, martner, martne	of: (i) all executive hich are legal entite ates or other similar partnerships, limited anaging member, agement of the Appartnerships agement of the Appartnerships are supported by the Appartnerships agement of the Appartnerships agement of the Appartnerships and the Appartnerships agement of the Appartnerships agent of the Appa	ties (if there are no ar entities, the trus ed liability compar manager or any ot	such m tee, exe nies, lim	nembers, write cutor, administ nited liability	"no trator,
NOTE: Each le	gal entity liste	d below must s	submit an	EDS on its own b	ehalf.			
Name Title; Se	e attached list							

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

the Applicant. Ex		n) beneficial interest (including own shares in a corporation, partnership	
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limited liability c	ompany, or interest of a beneficiary	y of a trust, estate or other similar en	ntity. If none, state "None."
NOTE: Each lega	al entity listed below may be require	ed to submit an EDS on its own bel	nalf.
Name None	Business Address	Percentage Interest in the	Applicant
SECTION III - I	INCOME OR COMPENSATION	N TO, OR OWNERSHIP BY, CIT	TY ELECTED OFFICIALS
Has the Disclosin	ng Party provided any income or co	ompensation to any City elected offi	icial during the
12-month period	preceding the date of this EDS?	[] Yes	[Xj No
Does the Disclos	ing Party reasonably expect to prov	ride any income or compensation to	any City
elected official du	uring the 12-month period followin	g the date of this EDS? [] Yes	x) No
If "yes" to either income or compe		the name(s) of such City elected of	fficials) and describe such
Does any City el	ected official or, to the best of the I	Disclosing Party's knowledge after r	reasonable
inquiry, any City	elected official's spouse or domest	ic partner, have a financial interest	(as defined in
Chapter 2-156 of	the Municipal Code of Chicago ("I	MCC")) in the Disclosing Party?	
[] Yes	[X  No		
If "yes," please i describe the finar		a City elected official(s) and/or spo	ouse(s)/domestic partner(s) and

### 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

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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.  Page 3 of 15
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(Add sheets if necessary)

to be retained)

[ 3\$ Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities. SECTION

paid or estimated.') NOTE: "hourly rate" or "tb.d." is

not an acceptable response.

#### **V - CERTIFICATIONS**

#### A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

retained or anticipated Address (subcontractor, attorney,

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	[XI No person directly or indirectly owns 10% or more of the Disclosing 1	Party.

Name (indicate whether Business Relationship to Disclosing Party Fees ("indicate whether

lobbyist, etc.)

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

[] Yes [] No

#### B. FURTHER CERTIFICATIONS

1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [sec definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the

agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

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

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- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section IIfBXI) 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 commtting 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 TV, "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: mterlocking 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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Ne ither 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 dale 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)

[ J is [XJisnot

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): 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.

#### 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 [^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?

[] Yes [] No

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

Name Business Address Nature of Financial Interest

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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):

(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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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 Par	ty the Applicant?	
[] Yes	[ ] No	
If "Yes," answer the	three questions below	:
1. Have you develo CFR Part 60-2.) [] Yes	ped and do you have o	on file affirmative action programs pursuant to applicable federal regulations? (See 41

2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

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	[] Yes	[ ] No	[] Reports not required	
3.	3. Have 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:			
If	you checked "No" to ques	stion (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.citvofchicago.orE/Ethics <a href="http://www.citvofchicago.orE/Ethics">http://www.citvofchicago.orE/Ethics</a>. and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick SL, Suite 500, Chicago, EL 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 infonnation 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 infonnation provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1 -23 and Section 2-154-020.

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#### **CERTIFICATION**

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

CBRE Global Alpha US LP (Print or type exact legal name of Disclosing Party)

(Sign here)

(Print or type name of persons signing)

### Oi dec Toe

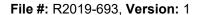
(Print or type title of persons signing)

Signed and sworn to beibre me on (date) j ZLU J \ 3

C7V

gt Notary PublicCounly, HA

Cominiss on expires: 5 [ S>o j dL.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.

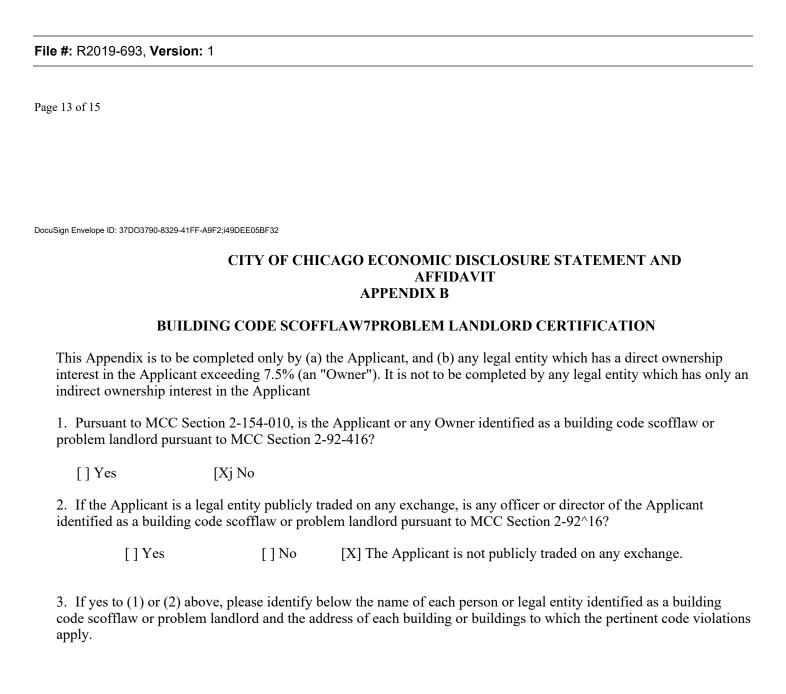
Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date 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 ILB.1.a, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% owneiship 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	[XJ 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 C

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com1 <a href="http://www.amlegal.com1">http://www.amlegal.com1</a>. generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ti) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

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

[]Yes

[JNo

[5J N/A -1 am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385. This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(l).

If you checked "no" to the above, please explain.

CBRE Global Alpha US LP: Response to Question 11.B.1.

Name Title

Director

Alternative Director Alternative Director

Mike Evans Director

Mark Le Saint Tammy Forrest Eleanor Merry Roderick Horgan

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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:

## **UPS Group Trust**

#### **Check ONE of the following three boxes:**

Indicate whether the Disclosing Party submitting this EDS is:

1. ["j the Applicant

OR

2. 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: Applicant Applic

~OR

3. [ | a legal entity with a direct or indirect right of control of the Applicant (see Section 11(B)(1)) S tate the legal name of the entity in which the Disclosing Party holds a right bf\^ontroT:

### B. <u>Business address of the Disclosing Party:</u> 55 Gierke Parkway, NE Atlanta, GA 30328

- C. Telephone: 404-828-6032 Fax: 404-828-8146 Email: judymcmahan@ups.com <mailto:judymcmahan@ups.com
- D. Name of contact person: Jud V McMahan
- 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):

Cargo Facility Phase II Class 6(b) incentive -O'Hare Cargo Center, Building 837, Chicago International Airport, Chicago, IL 60666

Department of Planning and Development

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

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

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ecification #	and Contract # ^A	
er.2018-1	Page I of 15	
SECTION II	- DISCLOSURE OF OWNERSHIP I	NTERESTS
A. NATURE OF THE D	SCLOSING PARTY 1. Indicate	
the nature of the Disc Person Publicly registered by Privately held busine Sole proprietorship General partnership Limited partnership Trust  2. For legal entities, the  Georgia	[ ] Limited liable siness corporation [ ] Limited liabilities corporation [ ] Joint venture [ ] Not-for-pro	y partnership re fit corporation profit coiporation also a 501(c)(3))?  [] No se specify)
3. For legal entities not State of Illinois as a foreign		e organization registered to do business in the
QjYes	✓ No rj^j Organized	in Illinois
B. IF THE DISCLOSFN	G PARTY IS A LEGAL ENTITY:	
for not-for-profit corpora members which are legal administrator, or similarl limited liability partnersh	tions, all members, if any, which are leg entities"); (iii) for trusts, estates or other y situated party; (iv) for general or limite	ed partnerships, limited liability companies, er, managing member, manager or any other
NOTE: Each legal entity	listed below must submit an EDS on its	own behalf.

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 j oint venture, interest 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. Tf 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

# SECTION HI ~ INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS No

Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? Yes

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? j [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, 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? QYes [ \( \subseteq \) [No

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

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

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

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(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 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?

QYes [~~|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 TV, "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").

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 of partners, is baiTed froln"c6ntractmg~with any unit of staSonocaTgovernment 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.2018-1

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

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

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

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City ofChicago (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

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

| [is ✓ is not

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

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

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

the loss 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):

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.

#### 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 afterreasonable 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?

### QYes [ \( \square\) JNo

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.

No

Does the Matter involve a City Property Sale?

### QYes

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

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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 infonnation 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.

- \*\_i 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.
- . 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):

(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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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 infonnation set forth in paragraphs A(l) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(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. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)
- 2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?
- 3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

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

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#### SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics <a href="http://www.cityofchicago.org/Ethics">http://www.cityofchicago.org/Ethics</a>, 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,
- C. any contract or other agreement in connection with which it is submitted may be rescinded or be void
- C. or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or
- C. void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter
- C. and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at
- C. law for a false statement of material fact may include incarceration and an award to the City of treble
- C. "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 infonnation provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

Page 11 of 15 CERTIFICATION

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

## **UPS Group Trust**

By: ArxTU(Sign 1-^jLZZ

## **Emojoy Brown**

(Print or type name of person signing)

### **Authorized Signatory**

(Print or type title of person signing)

Signed and sworn to before me on (date)

County, Georgia

Notary Public

Commission expires:

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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.T.a., if the Disclosing Party is a coiporation; 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 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?

QYes [t/]No

2. If the Applicant is a le	egal entity publich	y traded on any exchange, is any officer or director of the
Applicant identified as a	building code sco	offlaw or problem landlord pursuant to MCC Section 2-92-416?
[ [Yes	ГПо	✓ The Applicant is not publicly traded on any exchange.

TTlf yesto (T) or (2) above, p'le^FiBeHffy oelowthe name ofeach person oflegal entityTdentified as a building code scofflaw or problem landlord and the address of each building or buildings to which the pertinent code violations apply.

N/A

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# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

#### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

On behal f of an Applicant that is a contractor pursuant to MCC Section 2-92-3 85,1 hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. 1 also certify that the Applicant has adopted a policy that includes those prohibitions.

□No

N/A -1 am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.

This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1)-

If you checked "no" to the above, please explain.

#### 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:

Stichting Pensioenfonds ING

#### **Check ONE of the following three boxes:**

Indicate whether the Disclosing Party submitting this EDS is:

- 1. [] the Applicant OR
- 2. fX] 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: Aero Chicago, LLC 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:
- iB. Business address of the Disclosing Party: De Entree 201, 1101 HG Amsterdam, The Netherlands
- C. Telephone: 617 425 2889 Fax: 617 425 2801 Email: justin.seaman@cbreglobalinves tors.com <a href="mailto:tors.com">tors.com</a>
- D. Name of contact person: Justin Seaman
- 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):

Cargo Facility Phase II Class 6(b) incentive - O'Hare Cargo Center, Building 837, Chicago International Airport, Chicago, IL 60666

G. Which City agency or department is requesting this EDS? Department of Planning and 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 OWN	ERSHIP INTERESTS
A. NATURE OF THE DISCLOSING PAI	RTY
Indicate the nature of the Disclosing     Person  Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust  Trust	[] Limited liability company
2. For legal entities, the state (or foreign c	country) of incorporation or organization, if applicable:
The Netherlands	
3. For legal entities not organized in the S	state of Illinois: Has the organization registered to do
business in the State of Illinois as a foreign	entity?
[ ] Yes [X  No	[] Organized in Illinois
B. EF THE DISCLOSING PARTY IS A I	LEGAL ENTITY:
corporations, all members, if any, which are entities"); (iii) for trusts, estates or other singeneral or limited partnerships, limited liab	applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit re legal entities (if there are no such members, write "no members which are legal milar entities, the trustee, executor, administrator, or similarly situated party; (iv) for bility companies, limited liability partnerships or joint ventures, each general partner, person or legal entity that directly or indirectly controls the day-to-day management of the
NOTE: Each legal entity listed below must	t submit an EDS on its own behalf.
Name Title See attached list	
(i.e. within 6 months after City action) ben	n concerning each person or legal entity having a direct or indirect, current or prospective neficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such partnership interest in a partnership or joint venture, interest of a member or manager in a

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limited liability	company, or interest of a beneficiar	y of a trust, estate or other similar e	ntity. If none, state "None."			
•		red to submit an EDS on its own bel	•			
Name None	Business Address	Percentage Interest in the				
SECTION III -	INCOME OR COMPENSATIO	N TO, OR OWNERSHIP BY, CI	TY ELECTED OFFICIALS			
Has the Disclosi	ing Party provided any income or co	ompensation to any City elected offi	icial during the			
12-month period	d preceding the date of this EDS?	[ ] Yes	[X  No			
	sing Party reasonably expect to producing the 12-month period following	vide any income or compensation to ng the date of this EDS? [] Yes	any City fx] No			
If "yes" to either or compensation		v the name(s) of such City elected of	fficial(s) and describe such income			
Does any City e	lected official or, to the best of the	Disclosing Party's knowledge after r	reasonable			
inquiry, any City	y elected official's spouse or domest	tic partner, have a financial interest	(as defined in			
Chapter 2-156 o	f the Municipal Code of Chicago ("	MCC")) in the Disclosing Party?				
[] Yes	pq No					
If "yes," please describe the fina		nch City elected official(s) and/or	spouse(s)/domestic partner(s) and			
SECTION IV -	DISCLOSURE OF SUBCONTR	ACTORS AND OTHER RETAIN	NED PARTIES			
The Disclosing I	Party must disalose the name and by	usiness address of each subcontracto	or attorney labbyist (as defined in			

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

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Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	y Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "tb.d." is not an acceptable response.
(Add sheets if necessary)			
[ 3f Check here if the Disc	closing Par	ty has not retained, nor expects to	retain, any such persons or entities. SECTION V
CERTIFICATIONS			
A. COURT-ORDERED O	CHILD SU	PPORT COMPLIANCE	
		antial owners of business entities to obligations throughout the contract	hat contract with the City must remain in 's term.
* *	•	ectly owns 10% or more of the Disnois court of competent jurisdiction	sclosing Party been declared in arrearage on any
[] Yes [] No [X] No	person dir	ectly or indirectly owns 10% or mo	ore of the Disclosing Party.
If "Yes," has the person en compliance with that agree		a court-approved agreement for pa	syment of all support owed and is the person in
[] Yes [] No			
B. FURTHER CERTIFIC	CATIONS		
Services.] In the 5-year pedefinition in (5) below] had integrity monitor, independentity with legal, auditing the activity of specified ag	eriod precedus engaged dent private, investigate gency vend	ding the date of this EDS, neither to in connection with the performance the sector inspector general, or integ- tive, or other similar skills, designa	lled by the City's Department of Procurement he Disclosing Party nor any Affiliated Entity [see of any public contract, the services of an crity compliance consultant (i.e., an individual or ted by a public agency to help the agency monito form their business practices so they can be cet in progress).
of indebtedness owed to the	he City of ( I sales taxe	Chicago, including, but not hmited	to, water and sewer charges, license fees, parking quent in the payment of any tax administered by

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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 presendy 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 TV, "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 ELCS 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 Affdiated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired

or to be hired in connection with the Matter certifications equal in form and substance to those in

Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such Ver.2018-1 Page 6 of 15

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

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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.

#### C. CERTIFICATION OF STATUS AS FINANCIAL DESTITUTION

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): N/A

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	ne word "None," or no response sclosing Party certified to the al	appears on the lines above, it will be conclusively bove statements.
D. CERTIFICATION	N REGARDING FINANCIAL	INTEREST IN CITY BUSINESS
Any words or terms of	defined in MCC Chapter 2-156	have the same meanings if used in this Part D.
	mployee of the City have a fina	the best of the Disclosing Party's knowledge after reasonable inquiry, ancial interest in his or her own name or in the name of any other
[]Yes [^No		
NOTE: If you checked D(2) and D(3) and pro-		to Items D(2) and D(3). If you checked "No" to Item D(l), skip Items
shall have a financial property that (i) belo suit of the City (colle	interest in his or her own name ngs to the City, or (ii) is sold fo ectively, "City Property Sale").	bidding, or otherwise permitted, no City elected official or employee e or in the name of any other person or entity in the purchase of any retaxes or assessments, or (iii) is sold by virtue of legal process at the Compensation for property taken pursuant to the City's eminent t within the meaning of this Part D.
Does the Matter invo	olve a City Property Sale?	
[] Yes	[ ] No	
	es" to Item D(l), provide the natt and identify the nature of the	ames and business addresses of the City officials or employees having financial interest:
Name	Business Address	Nature of Financial Interest
		ohibited 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):

(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.2018-1

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

- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(l) and A(2) above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.

paragraphs A(l) through	Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain sertifications for the duration of the Matter and must make such certifications promptly available to the City
B. CERTIFICATION RI	EGARDING EQUAL EMPLOYMENT OPPORTUNITY
	erally funded, federal regulations require the Applicant and all proposed subcontractors to submit the ith their bids or in writing at the outset of negotiations.
Is the Disclosing Party th	ne Applicant?
[]Yes	[ ]No
If "Yes," answer the three	e questions below:
1. Have you developed Part 60-2.)	and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR
[] Yes	[ ] No
•	the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the ortunity Commission all reports due under the applicable filing requirements?  [] No [] Reports not required
3. Have you participate [] Yes	d in any previous contracts or subcontracts subject to the equal opportunity clause?  [] No
If you checked "No" to o	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:

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- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.orE/Ethics <a href="http://www.cityofchicago.orE/Ethics">http://www.cityofchicago.orE/Ethics</a>, 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 infonnation 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 infonnation provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

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#### **CERTIFICATION**

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

## mc

Stichting Pensiocnfonds ING (Print or type exact legal name of Disclosing Party)

By; Cf » &OjJ^
(Sign here)

(Print or type name of persons signing)

(Print or type title of persons signing)

CBRE Global Investment Partners Limited in its capacity as Investment Manager For and on behalf of Stichting Pensioenfonds ING

Signed and sworn to before me on (date)  $\sim |/3-4J|$ 

File #: R2019-693, Version: 1					
Notary PublicQaunty. Wh (state).					
Commission expires:J^ty					
COMMONWEALTH OF MASSACHUSETTS S	JESSICA COUTURE Notary Public	My Commission Expires On 3 M»y30,2025 I			

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# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

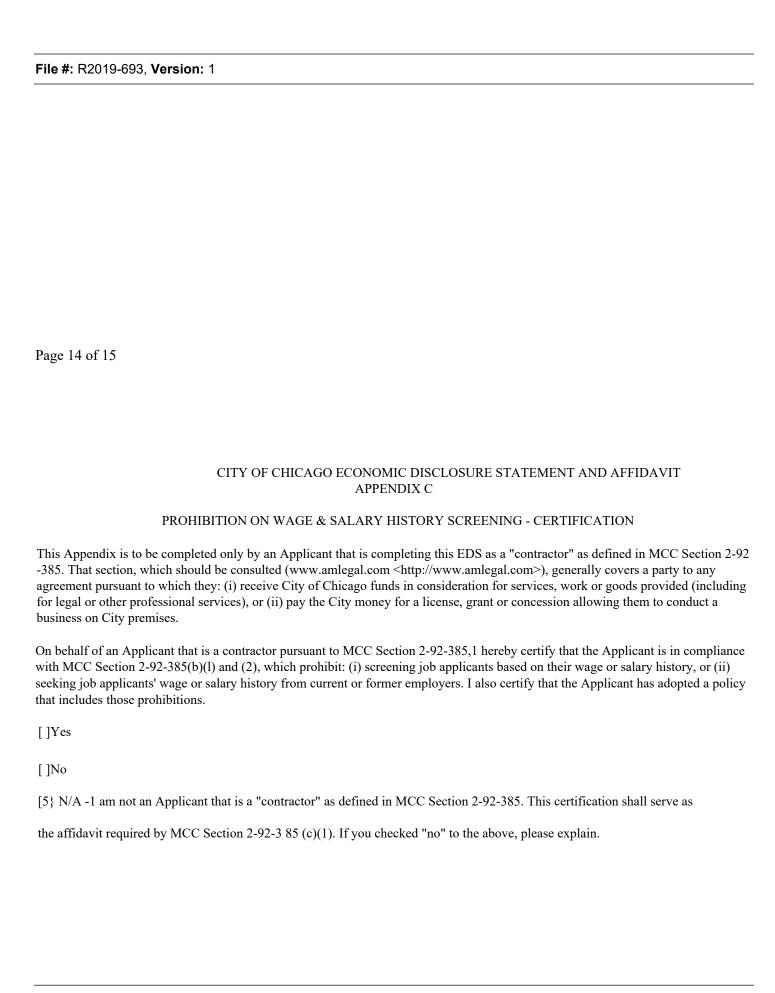
# FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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 #: R2019-693, Version: 1  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?		
person is connected;	ntify below (1) the name and title of such person, (2) the name of the legal entity to which such (3) the name and title of the elected city official or department head to whom such person has a and (4) the precise nature of such familial relationship.	
Page 13 of IS		
	CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B	
В	UILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION	
	be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest eding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect the Applicant.	
	Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem MCC Section 2-92-416?	
[] Yes	[JJ No	
	a legal entity publicly traded on any exchange, is any officer or director of the Applicant identified offlaw or problem landlord pursuant to MCC Section 2-92-416?	
[]Ye	is [] No m The Applicant is not publicly traded on any exchange.	
	above, please identify below the name of each person or legal entity identified as a building code landlord and the address of each building or buildings to which the pertinent code violations apply.	



Stichting Pensioenfonds ING: Response to Question II.B.l.

Name Title

Hans van der Knapp Chairman/ Non-executive director

Lex Steenbergen Non-executive director
Vandana Anjali Doekhie Non-executive director
Peter van Meel Non-executive director
Wim Kastelijn Non-executive director
Wim van Iersel Executive director

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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: RAL GP,

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 aright of control:

  Aero Chicago, LLC
- B. Business address of the Disclosing Party: 201 West Street

Annapolis, MD 21401

C. Telephone: 800-528-5565 p<sub>ax:</sub> 410-280-0100 Email: mbodendorf@realterm.com

<mailto:mbodendorf@realterm.com>

- D. Name of contact person: Michael Bodendorf
- E. Federal Employer Identification No. (if you have one):

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F. Brief description of thapplicable):	ne Matter to which this	EDS pertains. (Include project number and location of property, if	
Cargo Facility Phase II Class 6	(b) incentive - O'Hare Cargo	o Center, Building 837, Chicago International Airport, Chicago, IL 60666	
G. Which City agency or	department is requesti	ting this EDS? Department of Planning and Development	
If the Matter is a contract following:	being handled by the	City's Department of Procurement Services, please complete the	
Specification U _N/A		and Contract # WA	
Ver.20I8-l	er.20I8-l Paget of 15		
SECTION II -	DISCLOSURE	OF OWNERSHIP INTERESTS A. NATURE	
Person	re of the Disclosing Fousiness corporation less corporation	[/] Limited liability company	
,	the state (or fore	eign country) of incorporation or organization, if applicable	
Delaware			
3. For legal entities no the State of Illinois as a ized in Illinois		ate of Illinois: Has the organization registered to do business in	
QYes	[/ No	Organi	
B. IF THE DISCLOSIN	NG PARTY IS A LE	GAL ENTITY:	

I. 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

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any other person	or legal entity that directly or indi	rectly controls the day-to-day mana	gement of the Applicant.
NOTE: Each leg	al entity listed below must submit	an EDS on its own behalf.	
Name Title Pleas	se see attached		
current or prosper excess of 7.5% of	ective (i.e. within 6 months after C	rning each person or legal entity having action) beneficial interest (include an interest include shares in a coipe a member or manager in a	ding ownership) in
Page 2 of 15			
limited liability co	ompany, or interest of a beneficiary of	a trust, estate or other similar entity. In	f none, state "None."
NOTE: Each lega	l entity listed below may be required t	to submit an EDS on its own behalf.	
Name	Business Address	Percentage Interest in the Ap	plicant
None			
SECTION III - IN	ICOME OR COMPENSATION TO,	OR OWNERSHIP BY, CITY ELECTE	ED OFFICIALS
Has the Disclosin	g Party provided any income or comp	pensation to any City elected official du	ring the
12-month period	preceding the date of this EDS?	[] Yes	X] No
	ng Party reasonably expect to provide ring the 12-month period following th	any income or compensation to any Cane date of this EDS? [] Yes	ity fxl No
If "yes" to either or compensation:	of the above, please identify below the	e name(s) of such City elected official(s	s) and describe such income
inquiry, any City		losing Party's knowledge after reasonal artner, have a financial interest (as defice")) in the Disclosing Party?	

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 SUBCOINTRACTORS 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 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.

(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?

QYes QNo [/]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 lhat agreement?

QYes | 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 Uhis EDS, neither the Disclosing Party nor any Affdiated 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 15

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 lo 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 v/ith 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 LLCS 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 Slates Department of Commerce, State, or Treasury, or any successor federal agency.
- 8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I

for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.

- 9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").
- 10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such Ver.2018-1

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contractor/subcontractor that does not provide such certifications or that tire 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

. IN/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 ofChicago. 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

Party certifies that the Disclosing Party (check one)

y/ 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?

No QYes

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?

QYes QNo

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

Name Business Address Nature of Financial Interest

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

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#### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

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

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

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):

(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.2018-1

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

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

#### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

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Is the Disclosing Party the Applicant?

### QYes PI 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.)

QYes QNo

- 2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract
- 2. Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the
- 2. applicable filing requirements?

  QiYes

  Qi No | [Reports not required]
- 3. Have you participated in any previous contracts or subcontracts subject to the. equal opportunity clause?

OYes ONo

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

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#### SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

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

## RAL GP, LLC

(Print or type exact legal name of Disclosing Party)

<u>By: ^''^''PZ.</u>
(Sign here)

(Print or type name of person signing)

(Print or type title of person-signing)

/'

Signed and sworn to before me on (date)

County, jj\\tit yU-vtz



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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, ihe 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?

### **QYes**

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

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# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

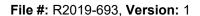
### BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

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

### QYes QNo

- 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?
  - j | Yes Q] No ■/ The Applicant is not publicly traded on any exchange.
- 3. If yes to (1) or (2) above, please identify below the name of each person or legal entity identified as a building code scofllaw or problem landlord and the address of each building or buildings to which the pertinent code violations apply.



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# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

N/A - I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.

This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).

If you checked "no" to the above, please explain.

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### RAL GP, LLC: EDS ATTACHMENT

Response to Question H.B.I.: 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:

Name Title

Realterm Transportation, LLC Managing Member
Kenneth Code Co-Chairman
John Cammett Co-Chairman

David Rose Senior Vice President

Aaron Sacks Vice President and General Counsel

Duncan PickettVice President and CFOMike BodendorfSenior Vice PresidentJody ClarkSenior Vice President

Greg Russell Vice President
Alexi Lachambre Vice President
Jennifer Carter Vice President

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:

## Realterm Transportation, LLC

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. Q] 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: Aero Chicago, LLC
- B. Business address of the Disclosing Party: 201 West St, Annapolis, MD 21401
- C. Telephone: "10-280-1100 ^ 410-280-0100 ^ mbodend^re^m.com
- D. Nameofcon<sub>B</sub>c,<sub>P</sub>e,<sub>3</sub>on: Michael Bodendorf
- 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):

Cargo Facility Phase II ClaSS 6(b) incentive - O'Hare Cargo Center, Building 837, Chicago International Airport, Chicago, IL 60666

\_\_tt,,... Department of Planning and Development

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

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

Specification # ^/A

and Contract # N/A

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### **SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS**

### A. NATURE OF THE DISCLOSING PARTY

Person

Publicly registered business corporation Privately held business corporation Sole proprietorship

Sole proprietorship

General partnership

Limited partnership

Trust

Trust

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	partnership	
2. For legal entities,	the state (or foreign count	try) of incorporation or organization, if applicable:
Delaware		
3. For legal entities State of Illinois as a		State of Illinois: Has the organization registered to do business in the
[_Yes	[/^No	j Organized in Illinois
B. IF THE DISCLO	OSING PARTY IS A LEG	AL ENTITY:
not-for-profit corpo which are legal enti situated party; (iv) f ventures, each gene	rations, all members, if any ties"); (iii) for trusts, estate for general or limited partn	plicable, of: (i) all executive officers and all directors of the entity; (ii) for y, which are legal entities (if there are no such members, write "no members es or other similar entities, the trustee, executor, administrator, or similarly herships, limited liability companies, limited liability partnerships or joint onber, manager or any other person or legal entity that directly or indirectly applicant.
NOTE: Each legal	entity listed below must su	ibmit an EDS on its own behalf.
Name Kenneth Code - Co-C John Cammett - Co-C		Title'
prospective (i.e. wir Applicant. Example	thin 6 months after City ac	oncerning each person or legal entity having a direct or indirect, current or etion) beneficial interest (including ownership) in excess of 7.5% of the de shares in a corporation, partnership interest in a partnership or joint
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limited liability	omnony or interest of	a hanaficiary of a trust actata or other similar antity. If nowe state
"None."	ompany, or micrest of a	a beneficiary of a trust, estate or other similar entity. If none, state
NOTE: Each legal	entity listed below may	be required to submit an EDS on its own behalf.
Name	Business Address	Percentage Interest in the Applicant

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N/A
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? $\Box$ Yes $J_No$
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 qr 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 ofChicago ("MCC")) in the Disclosing Party? QYes f/]No
If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner (s) and describe the financial interest(s).
SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES
The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.
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Name (indicate whether 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.

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(Add sheets if necessary)
J Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities
SECTION V CERTIFICATIONS
A. COURT-ORDERED CHILD SUPPORT COMPLIANCE
Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.
Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?
_YesNo _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 QNo
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.
Ver.20tS-{ i
3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section

- 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 apy 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.2018-1

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

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

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

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-montii 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.

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION 1. The

Disclosing Party certifies that the Disclosing Party (check one) y/ 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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/ 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:

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.

Page 8 of 15

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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.

- \_\_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.
- I 12. The Disclosing Party verifies that, as a result of conducting the search in step (I) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

### SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

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

### A. CERTIFICATION REGARDING LOBBYING

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

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

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

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

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

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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? QYes QNo

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.)

QYes QNo

- 2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

  QYes

  QNo [Reports not required]
- 3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

QYes QNo

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 <a href="http://www.citvofchicago.org/Ethics">http://www.citvofchicago.org/Ethics</a>, 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.

Page II of 15 CERTIFICATION

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

## Realterm Transportation, LLC

(Print or type exact legal name of Disclosing Party)

(Sign here)

(Print or type name of person signing)

(Print or type title of person signing)

Signed and sworn to before me on (date)

TRACIE 8. BODNAR Notary Public-Maryland Anne Arundel County My Commission Expiras Juno 03, 2022

Notary Public

Commission expires:

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# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

# FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

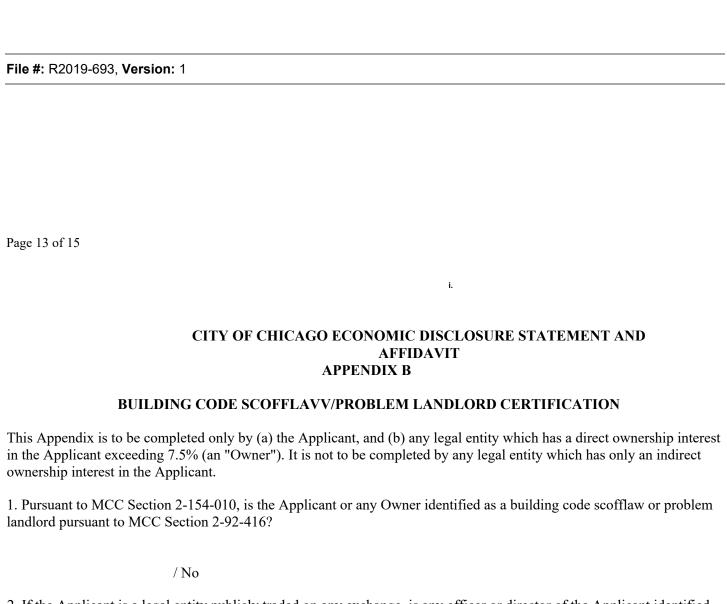
This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

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 diereof 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?

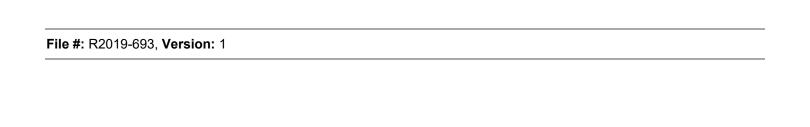
If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial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



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?

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. i



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# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

### PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385,1 hereby certify that the Applicant is in compliance with MCC Section 2-92-3 85(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

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

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### CITY OF CHICAGO AFFIDAVIT FOR COOK COUNTY CLASS 6b

### TAX INCENTIVE

On behalf of Aero Chicago. LLC represent and warrant the following to the City of Chicago:

(the "Applicant"), I hereby certify,

- 1. Attached as Exhibit 1 hereto and hereby incorporated herein is a true and correct Disclosure of the Ownership Interests of the Applicant as set forth in Cook County's Code of Ethical Conduct (Cook County, 111., Code, Ch. 2, Art. VII, Div. 2, Subdiv. VI, Section 2-610), including but not limited to a true and correct list of all real estate owned in Cook County, Illinois by the Applicant, including all permanent index numbers associated with such real estate.
- 2<sub>V</sub> Attached as Exhibit 2 hereto and hereby incorporated herein is a true and correct Cook County Incentives Class Living Wage Ordinance Affidavit ("Living Wage Affidavit") for the Applicant. The Applicant hereby represents and warrants that it shall provide a Living Wage Affidavit to the City for any lessees of the Subject Property (as hereinafter defined) who enter into a lease for the Subject Property on or after July 1, 2020.
- 3. The Applicant is not delinquent in the payment of any property taxes administered by Cook County or by a local municipality.
- 4. The Applicant is in compliance with all applicable laws, as required by the Cook County Real Property Assessment Classification Ordinance, as amended from time to time (the "Classification Ordinance").

Under penalty of perjury, I hereby certify, represent and warrant that I have the knowledge and the authority to provide this Affidavit to the City of Chicago on behalf of the Applicant. This Affidavit shall be deemed to be the Applicant's Economic Disclosure Statement, as defined in the Classification Ordinance. The Applicant hereby submits this Affidavit to the City of Chicago for purposes of complying with the provisions of the Classification Ordinance.

I hereby acknowledge that the City of Chicago has not, and will not independently verify the certifications, representations and warranties contained herein. I further acknowledge that the City of Chicago is entitled to and is in fact relying upon the certifications, representations and warranties contained herein in connection with its support and consent for the Class 6b application of the Applicant to the Office of the Assessor of Cook County, Illinois pursuant to the Classification Ordinance in connection with property located at O'Hare Cargo Center, Building 837, Chicago International Airport,

in Chicago, Illinois (the "Subject Property").

I understand and acknowledge that if the certifications, representations or warranties contained herein are untrue in any respect, the support and consent of the City of Chicago for the Class 6b classification of the Subject Property may be revoked, and other penalties at law or in equity may apply.

APPLICANT:

Name of Company: Aero Chicago, LLC

By:\_\_\_\_

Print Name of Signatory:

<u>Print Title of Signatory: S\zD\_t Op.erc^fi<rw</u>

Signed and sworn before me on at lArrv\_? Ar VA\*-\C^-g  $^{\underline{v}}$  (County) (State) CS^Ug^r-<-^ /3 /jV-g\*£~\*

My Commission expires on

TRACIE B. BODNAR Notary Public-Maryland

Anna Arundel County My Commission Expires June 03, 2022

### EXHIBIT 1

See attached Cook County Disclosure of Ownership Interests of the Applicant.

### COOK COUNTY DISCLOSURE OF OWNERSHIP INTEREST STATEMENT

The Cook County Code of Ordinances (§2-610 ef seq.) requires that any Applicant for any County Action must disclose information concerning ownership interests in the Applicant. This Disclosure of Ownership Interest Statement must be completed with all infonnation current as of the date this Statement is signed. Furthermore, this Statement must be kept current, by filing an amended Statement, until such time as the County Board or County Agency shall take action on the application. The information contained in this Statement will be maintained in a database and made available for public viewing. County reserves the right to request additional information to verify veracity of information containted in this statement.

If you are asked to list names, but there are no applicable names to list, you must state NONE. An incomplete Statement will be returned and any action regarding this contract will be delayed. A failure to fully comply with the ordinance may result in the action taken by the County Board or County Agency being voided.

"Applicant means any Entity or person making an application to the County for any County Action.

"County Action" means any action by a County Agency, a County Department, or the County Board regarding an ordinance or ordinance amendment, a County Board approval, or other County agency approval, with respect to contracts, leases, or sale or purchase of real estate.

"Person" "Entity" or "Legal Entity" means a sole proprietorship, corporation, partnership, association, business trust, estate, two or more persons having a joint or common interest, trustee of a land trust other commercial or legal entity or any beneficiary or beneficiaries thereof.

This Disclosure of Ownership Interest Statement must be submitted by .

- 1. An Applicant for County Action and
- 2. A Person that holds stock or a beneficial interest in the Applicant and is listed on the Applicant's Statement (a "Holder") must file a Statement and complete #1 only under Ownership Interest Declaration.



Stock/Beneficial Interest Holder

Please print or type responses clearly and legibly. Add additional pages if needed, being careful to identify each portion of the form to which each additional page refers.

This Statement is being made by the [I J I] Applicant or

[|^[] Original Statement or [| |] Amended Statement

FEIN # Only: 45-5373761

Street Address- cro Realterm Airport Logistics Properties, L.P., 201 West Street, Suite 200

Zip Code: 21401

Email moodendorf@realterm.com <mailto:odendorf@realterm.com>

File #: R2019-693, Version: 1
Cook County Business Registration Number N/A
(Sole Proprietor, Joint Venture Partnership)
Corporate File Number (if applicable):
Form of Legal Entity:
Sole Proprietor Q Partnership Corporation Trustee of Land Trust
I I Business Trust Q Estate Q Association Q Joint Venture
[7] Other (describe) Limited Liability Company
DISCLOSURE OF OWNERSHIP INTEREST - 1  Ownership Interest Declaration:
<ol> <li>List the name(s), address, and percent ownership of each Person having a legal or beneficial interest (including ownership) of more than five percent (5%) in the Applicant/Holder.</li> </ol>
Name
Address  Pacitaria Aimant Lagistica Proportica L. P. 201 West Street, Suita 200
Realterm Airport Logistics Properties, L.P. 201 Wast Street, Suite 200 Annapolis, MO 21401
Percentage Interest in Applicant/Holder $100\%$
If the interest of any Person listed in (1) above is held as an agent or agents, or a nominee or nominees, list the name and address of the principal on whose behalf the interest is held.  Name of Agent/Nominee
3. Is the Applicant constructively controlled by another person or Legal Entity? [ \J\\ I Yes [     I I I I I I I I I I I I I I I I I
Name Realterm Airport Logistics Properties, L.P.
Address 201 West Street, Suite 200 Annapolis, MO 21401
Percentage of Beneficial Interest 100%
Relationship Parent company

### Corporate Officers, Members and Partners Information:

For all corporations, list the names, addresses, and terms for all corporate officers. For all limited liability companies, list the names, addresses for all members. For all partnerships and joint ventures, list the names, addresses, for each partner or joint venture.

Title (specify title of Office, or whether manager or partner/joint venture) See Attached

#### Declaration (check the applicable box):

- f/| I state under oath that the Applicant has withheld no disclosure as to ownership interest in the Applicant nor reserved any information, data or plan as to the intended use or purpose for which the Applicant seeks County Board or other County Agency action.
- | | I state under oath that the Holder has withheld no disclosure as to ownership interest nor reserved any information required to be disclosed.

### DISCLOSURE OF OWNERSHIP INTEREST - 2

### 1. REAL ESTATE OWNERSHIP DISCLOSURES.

The Applicant must indicate by checking the appropriate provision below and providing all required information that either

The following is a complete list of all real estate owned by the Applicant in Cook County:

09-32-100-012-8005

### PERMANENT INDEX NUMBER(S):

09-32-100-012-8004

09-32-100-012-8006

### (ATTACH SHEET IF NECESSARY TO LIST ADDITIONAL INDEX NUMBERS)

See attached sheet for additional PINS

The Applicant owns no real estate in Cook County.

### 2. EXCEPTIONS TO CERTIFICATIONS OR DISCLOSURES.

If the Applicant is unable to certify to any of the Certifications or any other statements contained in this EDS and not explained elsewhere in this EDS, the Applicant must explain below:

If the letters. "NA", the word "None" or "No Response" appears above, or if the space is left blank, it will be conclusively presumed that the Applicant certified to all Certifications and other statements contained in this EDS.

#### DISCLOSURE OF OWNERSHIP INTEREST - 3

### COOK COUNTY DISCLOSURE OF OWNERSHIP INTEREST STATEMENT SIGNATURE PAGE

#### Michael Bodendorf

Name of Authorized Applicant/Holder Representative (please print or type)

Signature

### mbodendorffSrealterm.com <a href="http://mbodendorffSrealterm.com">http://mbodendorffSrealterm.com</a>

Title

Date

443.321.2603

Phone Number

Subscribed to and sworn before me

this day ofrWttr, 20£}

Notary Public Signature

TRACIf 8. BCDNAR Notary Public-Maryland

Anne Arundel County My Commission Expires Juns Q3, 20 2 2

### COOK COUNTY DISCLOSURE OF OWNERSHIP INTEREST STATEMENT

The Cook County Code of Ordinances (§2-610 ef seq.) requires that any Applicant for any County Action must disclose information concerning ownership interests in the Applicant This Disclosure of Ownership Interest Statement must be completed with all information current as of the date this Statement is signed. Furthermore, this Statement must be kept current, by filing an amended Statement, until such time as the County Board or County Agency shall take action on the application. The information contained in this Statement will be maintained in a database and made available for public viewing. County reserves the right to request additional information to verify veracity of information containted in this statement

If you are asked to list names, but there are no applicable names to list, you must state NONE. An incomplete Statement will be returned and any action regarding this contract will be delayed. A failure to fully comply with the ordinance may result in the action taken by the County Board or County Agency being voided.

"Applicant' means any Entity or person making an application to the County for any County Action.

"County Action" means any action by a County Agency, a County Department, or the County Board regarding an ordinance or ordinance amendment, a County Board approval, or other County agency approval, with respect to contracts, leases, or sale or purchase of real estate.

"Person" "Entity" or "Legal Entity" means a sole proprietorship, corporation, partnership, association, business trust, estate, two or more persons having a joint or common interest, trustee of a land trust, other commercial or legal entity or any beneficiary or beneficiaries thereof.

This Disclosure of Ownership Interest Statement must be submitted by :

- 1. An Applicant for County Action and
- 2. A Person that holds stock or a beneficial interest in the Applicant and is listed on the Applicant's Statement (a "Holder") must file a Statement and complete #1 only under Ownership Interest Declaration.

Please print or type responses clearly and legibly. Add additional pages if needed, being careful to identify each portion of the form to which each additional page refers.

This Statement is being made by the [| |] Applicant. or

[|^[] Stock/Beneficial Interest Holder

This Statement is an: Identifying Information: Name Real\*erm Airport Logistics Properties, L.P

<b>File #:</b> R2019-693, <b>Version:</b> 1		
D/B/A:		
Street Address: <sup>201</sup> West Street, Suite 200		
Cjty- Annapolis		
Email <sup>-</sup> mbodendorf@realterm.com <mailto:mbod< td=""><td>endorf@realterm.com&gt;</td><td></td></mailto:mbod<>	endorf@realterm.com>	
Cook County Business Registration Number: (Se	N/A ble Proprietor, Joint Venture Partnership)	
Corporate File Number (if applicable):		
Form of Legal Entity:		
Sole Proprietor (7] Partnership		
I I Business Trust		
Other (describe)		
DISCLOSURE OF OWNERSHIP II	NTEREST - 1	
Ownership Interest Declaration:		
	vnership of each Person having a legal or beneficial interest (including ownership) of more than five	
Name A	ddress Percentage Interest in	
See Attached Applicant/Holder	S Commence of the commence of	
If the interest of any Person listed in (1) all principal on whose behalf the interest is	pove is held as an agent or agents, or a nominee or nominees, list the name and address of the sheld.	
Name of Agent/Nominee	ame of Principal Principal's Address	
2 In the Applicant constructively controlled h	wanathar paraan ar Lagal Entitu2	
<ol> <li>Is the Applicant constructively controlled by         If yes, state the name, address and per         or may be exercised.</li> </ol>	y another person or Legal Entity? [[[]] Yes [[], ] j No ercentage of beneficial interest of such person, and the relationship under which such control is be	ing
Name Address	Percentage of Relationship Beneficial Interest	

### **Corporate Officers, Members and Partners Information:**

File #: R201	9-693, <b>Version:</b> 1					
For all corporations, list the names, addresses, and terms for all corporate officers. For all limited liability companies, list the names, addresses for all members. For all partnerships and joint ventures, list the names, addresses, for each partner or joint venture.						
Name	Address	Title (specify title of Term of Office Office, or whether manager or partner/joint venture)				
Declaration (c	heck the applicable box):					
		held no disclosure as to ownership interest in the Applicant nor reserved ended use or purpose for which the Applicant seeks County Board or other County Agency action.				
Q7J I state u	under oath that the Holder has withh	eld no disclosure as to ownership interest nor reserved any information required to be disclosed.				
DISCL	OSURE OF OWNERSHIP INTERE	:ST - 2				
		sentative (please print or type Signature j/"^ mailto:mbodendorf@realterm.com>				
E-mail addr	ess					
	COOK	COUNTY DISCLOSURE OF OWNERSHIP INTEREST STATEMENT SIGNATURE PAGE				

**Michael Bodendorf** 

**SVP - Operations** 

oe) Title

Date

443.321.2603

Phone Number

Subscribed to and sworn before me this  $^{c}!^{i}\sim^{L}\sim~$  day otfaurt- . 20^?

My commission expires:

Notary Public Signature

**Notary Seal** 

TRACIt 8. BODNAR Notary Public-Maryland Anns Arundel County My Commission Exoiras June 03. 2022'

DISCLOSURE OF OWNERSHIP INTEREST - 4

### REALTERM AIRPORT LOGISTICS PROPERTIES. LP.: OWNERSHIP INTEREST DECLARATION

The following entities have more than a 5% ownership interest in Realterm Airport Logistics Properties, LP.:

Name	Address	% Interest in Holder
UPS Group Trust	55 Glenlake Parkway N.E. Atlanta, GA 30328	23.70%
State of Wisconsin Investment Board	l 121 E. Wilson St. Madison, WI 53703	16.93%
Utah State Retirement Investment Fund	560 East 200 South Salt Lake City, UT 84102-2044	12.70%
Stichting Pensioenfonds ING	Postbus 4471 6401 CZ Heerlen Netherlands	11.85%
CBRE Global Investment Partners Fund Series S.a.r.I. acting in its own name and on behalf of CBRE Global Investment Partners ' Global Alpha Fund Series FCP-SIF - CBRE Globa Investment Partners Global Alpha Fund	G G	16.93%
EXHIBIT 2		

See attached Living Wage Affidavit for the Applicant.

# **Cook County Assessor's Office**

118 North Clark Street, Chicago, IL 60602

PHONE: 312.443.7550 WEBSITE: WWW.COOKCOUNTYASSESSOR.COM <a href="http://www.cookcountyassessor.com">http://www.cookcountyassessor.com</a>

## **Incentives Class Living Wage Ordinance Affidavit**

as agent for the applicant set forth below, who is seeking a classification incentive as referenced below, I do hereby state under oath as follows:

Class 6b

Class 8 (industrial property)

Class 9

- 1. As the agent for the applicant set forth below, I have personal knowledge as to the facts stated herein.
- 2. The property identified by PIN(s) with commonly known address(es), listed in Exhibit A attached and herein incorporated, are/is the subject of a pending application/renewal (circle as appropriate) for one of the following development incentives provided by the Code of Ordinances of Cook County, Chapter 74, Article II, Division 2, The Cook County Real Property Assessment Classification Ordinance, Sec.74-60 et seq., as amended:

Е

- 3. The Cook County Assessor's Office has issued the following control number regarding this
- 3. application/renewal (circle as appropriate),
- 4. I have reviewed the Code of Ordinances of Cook County, Chapter 34, Article IV, Division 1 and The Cook County Living Wage Ordinance, Sec. 34-127 et seq., as amended (the "Ordinance"), and certify that the applicant is in compliance with the above referenced Cook County Living Wage Ordinance, due to one of the following options (check as appropriate):

Applicant is currently paying a living wage to its employees, as defined in the Ordinance.

OR

I | Applicant is not required to pay a living wage, pursuant to the Ordinance.

Agent's Signature
Further affiant sayeth not.
Realterm Airport Logistics Properties. L.P.
201 West Street. Suite 200 Annapolis, MO 21401

Agent's Mailing Address Aero Chicago, LLC

Applicant's Name mbodendorf@realterm.com <mailto:mbodendorf@realterm.com>

## Michael Bodendorf, SVP-Operations

Agent's Name & Title

443.321.2603

Agent's Telephone Number

Realterm Airport Logistics Properties, L.P. 201 West Street, Suite 200, Annapolis, MD 21401

Applicant's Mailing Address

Applicant's e-mail address

Subscribed and sworn before me this J

TRACIE B. BQDNAR Notary Public-Maryland

Anns Arundel County My Commission Expires Juris 03, 2022

V

## **Exhibit A**

(Please type or Print)

PIN(s) Common Address

^ 2~05~402~005~0000 O'Hare Cargo Center, Building 837. Chicago International Airport

**REAL ESTATE OWNERSHIP DISCLOSURE - ADDITIONAL PINS** 

09-32-100-012-8003 12-08-100-006-8567 12-08-100-006-8535 12-08-100-

006-8537 12-08-100-006-8536