

# LILAC STATION

## RESPONSE TO RFP

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Village of Lombard

101-109 S. Main Street

April 16, 2018

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April 16, 2018

Mr. William J. Heniff, AICP  
Director of Community Development  
Village of Lombard  
255 E. Wilson Avenue  
Lombard, IL 60148

**RE: RFP Response -101-109 South Main Street Lombard**

Dear Mr. Heniff:

We are pleased to submit the enclosed qualifications and response to the Village of Lombard's Request for Proposals pertaining to the catalytic site located at 101-109 South Main Street in Lombard.

Our development team is convinced that our proposed development, Lilac Station, to be located at the gateway to Lombard's vibrant downtown district will be a catalyst to transform the downtown into a thriving, walkable, urban living environment attracting both new and existing residents to live, work and play in downtown Lombard.

This response is intended to provide the Village of Lombard with both a concise overview and introduction to Holladay Properties and its development team and includes a detailed summary of our proposed approach and programming for this strategically important parcel. We are confident that our proposed mixed-use, transit-oriented development (TOD) will become an architectural and visual focal point, providing a gathering place for Lombard residents, while also introducing new residents who will contribute to the vibrancy of the existing downtown business and residential community.

Our response includes an overview of Holladay Properties, one of the most reputable and quality-focused developers in the region, and our nationally recognized development team including The Lamar Johnson Collaborative – Lead Architect, CivWorks Engineering – Civil Engineer, and The Prairie Food Co-Op – Lead Tenant, are included in the "Development Team & Experience" section of this response.

The following is a summary of important aspects of our response:

- Holladay Properties proposes purchasing the subject parcels from the Village of Lombard at a price of \$750,000, paid in equal installments over 10 years.
- Holladay Properties will develop a market rate luxury residential apartment building with 120 upscale dwelling units, 150 unit enclosed parking garage and a hotel style concierge lobby entrance.
- Holladay Properties will provide a ground floor coffee shop space (Starbucks, Peet's, or similar style facility) and gateway outdoor public gathering space at the corner of Main and Parkside.

- Holladay Properties will develop a 12,000 SF retail/grocery/market space and adjoining 75 space surface parking lot with a gateway outdoor public gathering space along Main street which will be operated by Prairie Food Co-Op.
- Holladay requests a TIF incentive to the developer in the amount of up to \$150,000 annually in rebated real estate tax payment through the end of the TIF (2023), in order to enable development of the grocery shell space to support a below market lease rate necessary to attract the grocery operation.
- Holladay's lead tenant, Prairie Food Co-op (PFC) requests a blend of Sales Tax Reimbursements and TIF funds totaling approximately \$500,000, as further detailed in PFC's enclosed submittal.

Holladay's experience in similar projects reveals that a true partnership between the developer and municipality is essential for a development project to be successful. It is only via this joint effort, with a shared vision, high level of communication, and emphasis on follow-through / execution, that truly transformative developments may thrive. Our experience further reveals that such a partnership will create a strong foundation for further high-quality investment and development, as "quality development begets quality development."

Regarding architecture, we believe it best to collaborate with the Village Planners and other stakeholders before finalizing the architectural plans for the project. Although we are not proposing a final architectural plan for the project at this time, we have included a section entitled "Representative Architecture" which depicts architectural styles from similar projects.

The enclosed response to the RFP is intended to provide a comprehensive, unified and financially viable plan for development of this important gateway to downtown Lombard. We appreciate this opportunity and are beyond excited to work with the Village of Lombard on this exciting project.

Yours very truly,

HOLLADAY PROPERTY SERVICES, INC.



T. Drew Mitchell  
Vice President- Development



Michael C. O'Connor  
Vice President- Development & Leasing

## Letter of Intent

March 29, 2018

Mr. William J. Heniff, AICP  
Director of Community Development  
Village of Lombard  
255 E. Wilson Avenue  
Lombard, IL 60148

RE: RFP 101 South Main Street Lombard

Dear Mr. Heniff:

This letter shall serve as our Letter of Intent in response to the Request for Proposals issued by the Village of Lombard dated February 1, 2018. Holladay Properties is an experienced, fully integrated real estate development firm based in South Bend, Indiana with offices in LaGrange, IL., Portage IN., Indianapolis, IN., Nashville, TN. and Richmond, VA. Our development portfolio includes over 20 million square feet within the residential, commercial, hospitality and healthcare sectors. We have significant mixed use, Transit Oriented Development experience as well.

We were represented at your Q&A meeting on February 28 by Mr. T. Drew Mitchell our Vice President –Development. I am working with Drew on the response to the RFP as well and will continue to be involved throughout the municipal approval, design and construction phases of the development. Our architect on the project is Mark Mockus of the Lamar Johnson Collaborative, LLC., a Chicago based architectural firm with extensive experience in mixed use, transit oriented development. Mark is also a resident of the Village of Lombard. Our consulting civil engineer is Osvaldo Pastrana of CivWorks Consulting, LLC. We have worked with Civworks on a variety of projects throughout the Chicago metropolitan area.

We are also working with Kathie Nash, Director and Co-Founder of The Prairie Food Co-Op to incorporate their grocery use within the development. Kathie is also a resident of the Village of Lombard. Our planning and design work is well underway and we look forward to submitting our complete response to the RFP on or before April 16, 2018.

Upon your request we would be happy to furnish additional detail regarding our project experience as well as references from clients, municipal leaders and other project stakeholders. We look forward to working with the Village of Lombard on this exciting and transformative project for downtown Lombard.

Yours very truly,

HOLLADAY PROPERTY SERVICES, INC.

A handwritten signature in blue ink, appearing to read "Michael C. O'Connor". The signature is fluid and cursive, with a long horizontal stroke at the end.

Michael C. O'Connor  
Vice President- Development & Leasing



## PROJECT NARATIVE

Lilac Station, located at 101 S Main Street in Downtown Lombard, IL will include 120 luxury residential apartment units designed to provide a variety of living spaces suitable for a broad spectrum of residents. Our target demographic ranges from “Millennials” working in downtown Chicago or the nearby east-west corridor to “Empty Nesters” no longer interested in maintaining a large single family home but desiring to remain in their community while enjoying a walkable urban lifestyle. With the convenience of the adjacent train service, the distinction between suburban and urban living is blurred. Residents of Lilac Station can enjoy a walkable environment with access to local downtown Lombard restaurants and shops as well as to City amenities available by way of a short train ride to downtown Chicago.

To enhance the convenience and walkability of downtown Lombard, Lilac Station will include an on-site grocery/market to be operated by the Prairie Food Co-Op. This prominent and exciting retail use will feature a 12,000 SF state-of-art neighborhood grocery concept anchoring the southern portion of the project. The Co-Op will provide sustainable, fresh food offerings along with healthy prepared foods and will serve as a vibrant community hub and gathering place for residents of Lombard.

Holladay Properties has a history in the hospitality industry and currently operates fine hotel properties throughout the Midwest. Holladay intends to incorporate hotel-style services and amenities for its residents at Lilac Station. The development will include a comfortable lobby area for residents and visitors while providing concierge style services including placing restaurant reservations, handling visitor parking arrangements, on-site package handling, and business center services for residents and guests of Lilac Station. In addition, a convenient coffee shop is planned at the corner of Main Street and Parkside and will include a café style seating area serving as a gateway gathering place at this important entry to the downtown.

The residential portion of the project will feature a 4-story building, incorporating a full floor of enclosed structured parking with 3 stories of luxury residential units atop Floors 2-4. The entire building is expected to be approximately 175,000 SF, including 105,000 SF of residential units, approximately 18,000 SF of lobby, common amenity and corridor, and a 52,850 SF parking facility. The parking component of the project is partially below grade in order to fit into the natural contour of the land and to reduce the building height and scale.

The ground floor lobby area of the building will include active uses such as a business center, fitness center, leasing office and building common entertainment and amenity space. These spaces will present themselves to the intersection of Parkside and Main, which in essence “activates” this street frontage, providing a lively and attractive visual connection to the downtown, , a feeling of “retail,” while creating a sense of enclosure to downtown pedestrians.

Lilac Station will create an artistic landmark while setting a new standard for residential living at this important gateway to Downtown Lombard. The development will provide additional benefit via the introduction of significant, new disposable income, further enhancing the historic Downtown’s vibrancy and vitality.

<b>Lilac Station - Amenity Overview</b>	
<b>Project Amenities:</b>	<b>Unit Amenities:</b>
<ul style="list-style-type: none"> <li>• Hotel-Style Lobby with Leasing Concierge</li> <li>• Business Center with Print-Scan-Fax Functions and Multiple Workstations</li> <li>• Lounge with Designer Furniture, Fireplace Feature, Community Bar, and 80” Flat Screen TV</li> <li>• Fitness Center with On-Demand Fitness Applications, and State-of-the-Art Equipment</li> <li>• Yoga/Dance/Barre Room</li> <li>• Game Room with Pool Table, Shuffleboard, and Media Games</li> <li>• Two high-speed elevators with Enhanced Trim Package</li> <li>• Pet Spa, including Dog Washing Station</li> <li>• Bicycle Studio with Storage and Workbench</li> <li>• Storage Locker Rental</li> <li>• Butterfly MX Video Intercom System</li> <li>• Master Programmed Key-FOB Building Access</li> <li>• Outdoor Lounge Area with Fire Pits</li> <li>• Gas Grill Location with Prep Tables and Outdoor Living Furniture</li> <li>• Temperature Controlled Enclosed Parking</li> </ul>	<ul style="list-style-type: none"> <li>• Stainless Steel Appliances</li> <li>• In-Unit Washer / Dryer</li> <li>• Upscale, High-Gloss Cabinetry in Kitchens and Bathrooms</li> <li>• Modern, Energy-Efficient Lighting</li> <li>• 9-Foot Ceilings</li> <li>• Tile or Panelized Surrounds at Tubs and Showers</li> <li>• Roller-shade Window Treatments</li> <li>• Granite/Quartz Countertops</li> <li>• USB / Duplex Outlets in Kitchen, Valet Desks, and Bedrooms</li> <li>• Private Balconies and Terraces</li> <li>• Luxury Vinyl Plank (LVP) Flooring</li> <li>• Large, Operable Casement Windows</li> <li>• Walk-in Closets in Master Bedroom</li> <li>• Linen Closets in most units</li> <li>• Smart Thermostats</li> <li>• Fiber-optic to unit (ATT)</li> <li>• Décora Duplex Light Switches</li> <li>• Motion-Sensor Lighting</li> </ul>





**Larry Mudd**  
**Partner, Vice President – Development**

Larry Mudd joined Holladay Properties in 2004. He received his Bachelor of Science in Civil Engineering from Purdue University and is assigned to the Portage, IN office where he manages the large-scale development projects in Northwest Indiana and the Chicago market. Most recently, his responsibilities have expanded to include development manager for several student housing projects as well as two multi-family projects valued at over \$75 million, which are located in Northwest Indiana and suburban Chicago.

Prior to joining Holladay, Mr. Mudd worked for 15 years with three Chicago-based real estate development firms and has been involved in projects with an overall value in excess of \$500 million. Included in the list of projects are several downtown Chicago historic rehabilitations, including The Rookery Building, Old St. Patrick's church and the conversion of the Carbide and Carbon Building into a Hard Rock Hotel. His experience includes development projects in urban and suburban markets ranging from office, hotel, multi-family, industrial/distribution to specialty use. Project owners also have varied from internally owned, institutional investors, corporations and local/state/federal government.

During his time with Holladay, Mr. Mudd has managed all aspects of the multi-use businesses parks in Merrillville and Michigan City, IN. AmeriPlex at the Crossroads, a 386-acre master planned business park in Merrillville, IN, is a joint venture development with the Purdue Research Foundation. Mr. Mudd has also led the planning and development of LifeWorks Business Park in Michigan City, IN – a joint venture with LaPorte Hospital. The 40-acre master planned business park includes a mix of hospitality, retail, office and medical space for a variety of users.

Mr. Mudd is active in many local and regional organizations, both social and professional, including the Crisis Center in Gary, IN, which provides assistance to teenagers. He and his family live in Chesterton, IN.



**T. Drew Mitchell, MBA**  
**Vice President - Development**

Drew Mitchell joined Holladay Properties as a project manager in 2007. Prior to joining Holladay, he worked in various finance, accounting, and strategy roles for IBM and Orbitz.com. Since joining Holladay, he has acquired, developed, entitled, and sold in excess of \$100 million of real estate.

Currently, Mr. Mitchell leads Chicagoland multi-family and mixed-use development efforts and leads our Chicago satellite office based in LaGrange, IL. Two recent projects include Burlington Station (\$25 million) in Downers Grove, IL and The Promenade at Founders Square in Portage, IN (\$40 million).

Mr. Mitchell graduated with honors from the University of Notre Dame, received his MBA magna cum laude from the Mendoza College of Business at Notre Dame, and was admitted to the Beta Gamma Sigma national honor society. He is the former Chairman of Irish Leaders, and serves as Chairman of the Board of Junior Achievement – NWI, reaching over 40,000 children annually. He also founded RentLikeaChampion.com, the largest provider of sports-related vacation rentals in the US, and successfully appeared on ABC's hit show "Shark Tank", where he partnered with Mark Cuban and Chris Sacca. He and his family reside in Hinsdale, Illinois.



**Michael C. O'Connor**  
**Vice President – Development & Leasing**

Mike O'Connor joined Holladay Properties in 2013 to lead its medical office leasing and development efforts throughout Northwest Indiana and the Chicago metropolitan area. Currently, he is leading leasing and development activities at the AmeriPlex at the Crossroads 386-acre mixed-use business park development in Merrillville, IN. Prior to joining Holladay Properties, he held leadership positions with private real estate development firms located in Chicago, IL and Phoenix, AZ as well as a national real estate service firm based in Los Angeles, CA.

Originally from Chicago, Mr. O'Connor brings over 25 years of experience in development of commercial office, industrial, retail, multi-family residential, and medical office facilities, as well as above grade and below grade parking structures, high rise urban office buildings, historic building renovations and multi-building campus developments. Throughout his career, he has successfully managed the variety of risks associated with the design, entitlement, construction, leasing and financial management of complex facilities in numerous markets throughout the Midwest and Southwest regions of the United States.

Mr. O'Connor holds a Bachelor of Science degree in Mechanical Engineering from the University of Notre Dame as well as a Master's degree in Business from Northwestern University. He also studied engineering at the University of Arizona prior to beginning his career in real estate development.



**Jessica Vargas, LEED AP®**  
**Project Architect**

Jessica Vargas joined Holladay's Portage team in 2013 as a Project Architect after spending over a decade working in traditional architecture firms. She performs in-house architecture and project management as well as third party design work, taking projects from initial concept through post occupancy.

Prior to joining Holladay, Ms. Vargas worked for Gerometta & Kinel Architects in Chesterton, IN for seven years. She is a licensed Architect in the States of Indiana, Illinois, and Tennessee, as well as a LEED (Leadership in Energy and Environmental Design) Accredited Professional associated with the USGBC and GBCI.

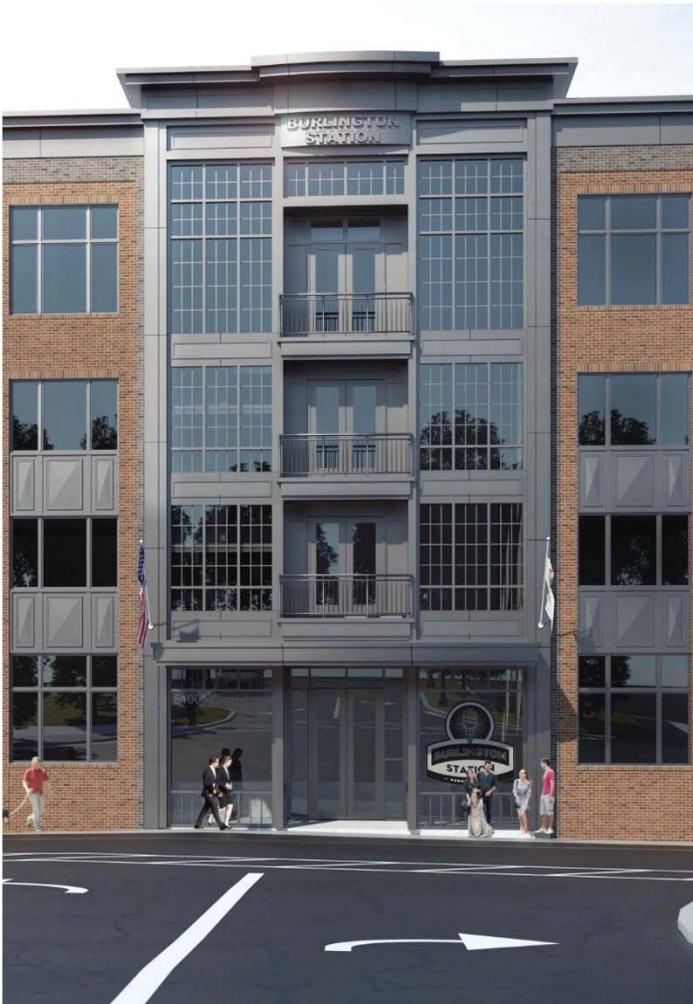
Ms. Vargas holds a Bachelor of Architecture degree and a Bachelor of Science degree in Environmental Design from Ball State University. She is a current Board Member of the National Association of Women in Construction's NWI Chapter #311, the Porter County Building Trades Corporation, and Junior Achievement of Chicago. In 2016, Ms. Vargas received the Influential Women of Northwest Indiana's Up and Coming Woman in Construction award.

## SELECTED PROJECTS



The following projects detail some of HP's largest development to date.

	PROJECT NAME	LOCATION	SIZE	SCOPE	NOTES
RESIDENTIAL	Founders Square	Portage, IN	313,000 SF	\$40.0 million	Mixed-Use Commercial/Residential
	Burlington Station	Downers Grove, IL	114,000 SF	\$29.0 million	Luxury Transit Oriented Development
	Holy Cross College	Notre Dame, IN	44,000 SF	\$5.0 million	Campus Redesign & 72 Bed Dorm
	Grace College	Winona Lake, IN	21,000 SF	\$3.0 million	80 Bed Townhome Style Dormitory
	Maple Lane Apartments	Elkhart, IN	311,400 SF	\$30.0 million	308 units, 77 2-story buildings
	Darby Row & The Belfry	Notre Dame, IN	41,000 SF	\$5.7 million	71 Bed Boutique Student Housing
INDUSTRIAL	Haskell Building	Michigan City, IN	64,000 SF	\$3.0 million	Flex Spec Facility
	660 Massman Drive	Nashville, TN	170,600 SF	\$6.5 million	Redevelopment: Standard Candy
	Tech Data	South Bend, IN	225,000 SF	\$6.8 million	Build to Suit
	Midway Building	Indianapolis, IN	110,000 SF	\$7.0 million	Flex Spec Facility
	Garphyttan Wire	South Bend, IN	100,000 SF	\$3.2 million	Build to Suit
Fullerton Building	Portage, IN	517,000 SF	\$15.5 million	Spec Industrial Building	
COMMERCIAL	Founders Square	Portage, IN	240,000 SF	\$50 million	Mixed-Use Residential/Commercial
	AM General	South Bend, IN	35,000 SF	\$4.2 million	Build to Suit
	Department of Corrections	South Bend, IN	58,000 SF	\$13.5 million	Justice Center, Build to Suit
	Indiana Department of Revenue	Indianapolis, IN	99,000 SF	\$12.0 million	Build to Suit
	The Villages	Indianapolis, IN	12,500 SF	\$1.2 million	Day Care Center, Build to Suit
	Fannie Mae	Washington, DC	310,000 SF	\$75 million	Office, Build to Suit
Brown Mackie College	South Bend, IN	47,537 SF	\$9.2 million	Community College, Build to Suit	
MEDICAL	Michiana Hematology Oncology	Westville, IN	30,000 SF	\$13.0 million	JV - Build to Suit
	Michiana Hematology Oncology	Mishawaka, IN	50,000 SF	\$21.0 million	JV -Build to Suit
	LifeWorks Medical Office Bldg.	Michigan City, IN	38,081 SF	\$12.0 million	JV - IU-Health LaPorte Hospital
	Memorial Skyway Plaza	South Bend, IN	64,000 SF	\$8.0 million	JV - Memorial Hospital
	Hendersonville Medical Center	Hendersonville, TN	30,000 SF	\$3.5 million	Master Lease
	Grandview Psychiatric	Jasper, TN	9,000 SF	\$1.5 million	Build to Suit
Memorial Home Care	South Bend, IN	50,000 SF	\$7.0 million	Build to Suit	
BUSINESS PARKS	AmeriPlex - Marquette	Michigan City, IN	20 acres	3 buildings	Tenants: Auto Dealership, KTR
	NewPorte Landing	La Porte, IN	45 acres	\$6.8 million	Remediation & Infrastructure Project
	LifeWorks Business Park	Michigan City, IN	40 acres	3 buildings	JV with La Porte Hospital
	AmeriPlex at Elm Hill	Nashville, TN	40 acres	4 buildings	LEED, Multi-Tenant Industrial
	AmeriPlex at the Crossroads	Merrillville, IN	395 acres	5 million SF	JV with Purdue Research Foundation
	AmeriPlex - Indianapolis	Indianapolis, IN	1,500 acres	15 million SF	Tenants: Gatorade, Allstate
	AmeriPlex at the Port	Portage, IN	386 acres	5 million SF	Tenants: Daimler/Chrysler, Fronius USA
AmeriPlex at I-80/90	South Bend, IN	425 acres	7 million SF	New Interchange Required	
HOTEL	Inn at St. Mary's	Notre Dame, IN	150 units	\$15.0 million	Joint Venture
	Country Inn & Suites	Portage, IN	100 units	\$9.0 million	A Carlson Branded Hotel
	Hilton Garden Inn	Notre Dame, IN	100 units	\$9.0 million	Features Indoor Restaurant/Bar
	Gillespie Conference Center	Notre Dame, IN	20,000 SF	\$4.0 million	Attached to Hilton Garden Inn
	Holiday Inn Indianapolis Airport	Indianapolis, IN	122 units	\$9.3 million	Joint Venture
RETAIL	Starbucks	Nashville, TN	2,000 SF	\$1.0 million	Single Tenant Building
	Michigan City Auto Dealership	Michigan City, IN	26,000 SF	\$8.0 million	Build to Suit
	Grand Park Events Center	Westfield, IN	377,560 SF	\$28.0 million	World's Largest Indoor Soccer Facility
	Heritage Square	Mishawaka, IN	210,000 SF	\$35.0 million	Lifestyle Center
	Bass Pro Shops	Portage, IN	130,000 SF	\$25.0 million	TIF Financed
	Bass Pro Shops	Richmond, VA	150,000 SF	\$30.0 million	CDA
	Shoppes at Winding Brook	Richmond, VA	10,000 SF	\$3.0 million	Tenants: Salsa's, Subway



## **Burlington Station** **Downers Grove, Illinois**

Burlington Station is a game-changing 89 unit luxury residential building located at 5100 Forest Avenue, in Downers Grove, IL. Just one block from the Downers Grove Main Street Metra station, the development offers a range of luxury 1 to 2 bedroom + den units. The five-story, 114,000 square foot community offers amenities like a spacious outdoor amenity deck with firepits, dog-run, sculptural fountain, and bocce court. Further amenities include leasing concierge, cyber cafe, pet spa, package handling, Butterfly MX video intercom, 24-hour fitness center with state-of-the-art equipment, bicycle studio, temperature controlled 107 unit parking structure with EV charging stations, and more.

Residents of Burlington Station will enjoy an unparalleled modern living experience with on-site convenience, walkability to Downers Grove's vibrant downtown, and immediate access via BNSF express train service to the Chicago Loop.

The \$25MM, 113,000 SF project was a multi-year effort, developed in conjunction with Village Staff, relying heavily upon Downers Grove's award winning comprehensive plan, which specifically identified the 5100 Forest parcel at the most important catalytic site in the Village Downtown, with emphasis towards creating an architectural "terminating vista" on the Village downtown's western edge.

Opens Summer 2018. Learn more at [www.liveindowners.com](http://www.liveindowners.com)



## The Promenade at Founders Square Portage, Indiana

The Promenade at Founders Square is a new \$42 million mixed-use development that includes nine buildings, 304 residential units and 10,200 SF of ground floor retail, commercial, and restaurant space designed to frame Founders Square Park in downtown Portage, IN. The project follows Holladay's 20 year development of AmeriPLEX at the Port, a 385 acre Class A Business Park, now home to over 4,000 employees, and over 5.0MM SF of high quality industrial, hospitality, and restaurant space.

With the Promenade at Founders Square, Holladay worked closely with the City of Portage to achieve its vision for a bona fide "downtown." The project required assemblage of 18 individual parcels totaling 15+ acres. The public-private partnership with Portage involved a \$5MM TIF bond issuance, enabling economic viability of the project while allowing high-quality architectural design and material. The project's immediate visibility from the Indiana Toll Road (I80/I90) is now redefining the image of Portage.

Delivering Summer 2018, Phase 1 includes the initial five buildings of the development, totaling 198 units, and broke ground in May 2017. Early retail tenants include the Portage Chamber of Commerce, a high-end gastro pub offering burgers and craft beers, and other service-oriented businesses.

The second phase of the project includes Buildings 6-9 totaling an additional 104 units, as well as a pool, outdoor clubhouse, and other entertainment areas. Phase II is expected to commence Fall, 2018.

Learn more at [www.foundersliving.com](http://www.foundersliving.com)



THE LAMAR JOHNSON COLLABORATIVE

the LJC | Firm Qualifications

# Who We Are

## AND HOW WE WORK

The hallmark of The Lamar Johnson Collaborative's practice is collaboration.

The team we've assembled for this project has worked together for more than 10 years, successfully completing projects for diverse clients such as Marriott, McDonald's Corporation, WPP, Blackstone, Goodyear, Navy Pier and Columbia College, among others. Firm leaders also have a distinguished body of work with smaller clients including the American Writers Museum, the Adler Planetarium, and the Ronald McDonald House.

By offering an opportunity for professionals to

collaborate together and with clients, the firm is attracting and will continue to attract the best talent available in the market. To do so, the firm is using a cloud-based technology platform allowing employees to work and collaborate from anywhere.

While LJC incorporates the best of modern design and technology in our practice, we believe that technology will never replace one-on-one conversations and relationships. We invest time and energy in listening to our clients and in crafting solutions that help our clients and our communities succeed.



HOLLADAY  
PROPERTIES

### The LJC Core Team

**Lamar Johnson**  
Principal in Charge

**Tod Desmarais**  
Project Director

**Mark Mockus**  
Project Manager  
Client Point of Contact

**Mariusz Klemens**  
Project Designer

**Michael Hanley**  
Project Architect

**Charlie Cunov**  
Senior Interior Designer

**Structural Engineer**

**MEP/FP Engineer**

**Civil Engineer**

**Other consultants  
as required**



LAMAR A. JOHNSON

FAIA, LEED AP  
PRESIDENT AND CEO

COMMUNITY ENGAGEMENT

- Adler Planetarium, Vice Chairman 2010 - present
- Executive Committee Trustee 2009 - present
- Trustee 2007 - present
- Big Ed Bowl, Founder 2007 - present
- Green Advantage, Board of Directors 2007 - 2011
- Marwen, Board of Directors 2004 - 2007
- Mayor's Select Task Force for Innovating City Hall 2010 - present

AWARDS

- Man of the Year, 2009, Real Estate Council of the City of Hope Hospital
- Chicago River Blue: Blue Ribbon Awards, 2012, Center on Halsted
- AIA Chicago Design Excellence Award, 2011, Johnson Controls
- AIA Chicago Design Excellence Award, 2011, Panduit
- Interior Architecture Award – Design Excellence Awards, 2010, Chicago Trading Company
- Interior Architecture Award, 2009, Design Excellence Awards, Tradelink, Chicago, IL
- IIDA Interior Design Competition Winner, Fallon Worldwide
- Midwest Construction Real Estate Award, Whole Foods

CERTIFICATIONS

- USGBC LEED-Accredited Professional
- Fellow, American Institute of Architects

A Registered Architect in 34 states, Lamar has extensive experience in the planning, design and construction of a broad range of project types. Under his direction, Gensler became the first Chicago firm to receive both "Architecture Design Firm of the Year" and "Interior Design Firm of the Year" from the Chicago Commercial Real Estate Awards. His commitment to social responsibility and sustainable design contributed to Gensler's receipt of the USGBC's Leadership Award.

Actively involved with civic, community and not-for-profit organizations, Lamar serves on the Board of Trustees at the Adler Museum and on the Board of Directors for World Business Chicago; and is a member of the Economic Club of Chicago. His dedication to community endeavors has been recognized with the: AIA Illinois' R. Buckminster Fuller Award for dedication to humanitarian concerns and social impact; and "Man of the Year" honors from the Chicago Building Congress and the Real Estate Council of the City of Hope Hospital.

SELECT PROJECT EXPERIENCE

<b>Mixed-Use</b>	<b>size (sf)</b>
Triangle Square, Chicago, IL 300 luxury apartments/60,000 sf retail	440,000
Fulton West South, Chicago, IL 20-story office/retail/parking	800,000
Confidential Office Development, Chicago, IL Four, multi-story office/retail/parking	2,000,000
Morton Salt Shed Repositioning/Restoration, Chicago, IL Office/Food & Beverage/Entertainment	150,000
1422 North Kingsbury, Chicago, IL <sup>1</sup> Flagship retail/parking/Chicago Riverwalk	50,000
5th & Race Streets Development, Cincinnati, OH <sup>1</sup>	800,000
108 North State Street / Block 37, Chicago, IL <sup>1</sup>	1,600,000
The Vantage Oak Park, Oak Park, IL <sup>1</sup>	500,000
The Old Post Office, Chicago, IL <sup>1</sup>	2,500,000
<b>Commercial Office Buildings</b>	
BP Cantera, Warrenville, IL <sup>1</sup>	430,000
BP Corporate Offices, Warrenville, IL <sup>1</sup>	1,000,000
Department of Homeland Security, Omaha, NE <sup>1</sup>	86,480
ICBC Financial Tower, Suzhou, PRC <sup>1</sup>	914,000
iTek, Dearborn, Michigan <sup>1</sup>	460,000
JinFeng Financial Tower, Suzhou, PRC <sup>1</sup>	1,000,000
Shanghai Tower (600 Meter Tower), Shanghai, PRC <sup>1</sup>	4,100,000
<b>Corporate Campus Headquarters</b>	
Allsteel Headquarters, Muscatine, IA <sup>1</sup>	77,000
AMCOL, Hoffman Estates, IL <sup>1</sup>	80,000
Bank One Headquarters Renovation, Chicago, IL <sup>1</sup>	2,500,000
Caterpillar Headquarters Feasibility Study, Peoria, IL <sup>1</sup>	
Goodyear Headquarters, Akron, OH <sup>1</sup>	813,400
Johnson Controls Inc., Glendale, WI <sup>1</sup>	500,000
Kohler, Kohler, WI <sup>1</sup>	80,000
Panduit, Tinley Park, IL <sup>1</sup>	280,000
Shirley Ryan AbilityLab, Chicago, IL <sup>1</sup>	2,000,000
Wilson Athletics, Chicago, IL <sup>1</sup>	100,000
<b>Hospitality</b>	
Confidential Client, Cripple Creek, Colorado <sup>1</sup>	400 rooms
Confidential Client, Cleveland, Ohio <sup>1</sup>	400 rooms
Drake Hotel, Chicago, Illinois <sup>1</sup>	550 rooms

Tod Desmarais has more than 35 years of experience advancing the quality of the urban environment through innovative architecture and sustainable development. He has led the design, management and technical development of urban design and architecture on projects for developers, corporations and universities. During his career, Tod has performed every function of the real estate development process. Acting as owner, developer, designer, architect, contractor, broker and property manager, he has completed the land acquisition, municipal entitlements, permitting, design, documentation, bidding, general construction and sales & leasing of several large-scale, urban-infill, mixed-use, speculative developments totaling more than 10 million square feet of office-retail-residential space, and integrated, structured parking valued at \$2 billion.



TOD DESMARAIS

FAIA  
MANAGING DIRECTOR

COMMUNITY ENGAGEMENT

ULI Chicago,  
Local Product Committee  
2014 - present

Chicago Loop Alliance,  
Planning and Advocacy Committee  
2013 - present

AWARDS

Fellow of the American Institute of Architects  
2008

Burnham Prize Finalist, Chicago Architectural  
Club 1995

Young Architects Award, AIA Chicago 1994

General Excellence in Architecture, AIA Chicago  
1981

Outstanding Scholastic Achievement, Illinois  
Society of Architects 1981

CERTIFICATIONS

Registered Architect, Illinois

Fellow, American Institute of Architects

SELECT PROJECT EXPERIENCE

	size (sf)
<b>Mixed-Use</b>	
Triangle Square, Chicago, IL	
300 luxury apartments/60,000 sf retail	440,000
Fulton West South, Chicago, IL	
20-story office/retail/parking	800,000
Confidential Office Development, Chicago, IL	
Four, multi-story office/retail/parking	2,000,000
Morton Salt Shed Repositioning/Restoration, Chicago, IL	
Office/Food & Beverage/Entertainment	150,000
1422 North Kingsbury, Chicago, IL <sup>1</sup>	
Flagship retail/parking/Chicago Riverwalk	50,000
Weston Warehouse District Development, Cleveland, OH <sup>1</sup>	
Eight multi-story buildings office/hospitality/parking/ 1,300 apartments/150,000 sf retail	7 acres/1.8M
Willis (Sears) Tower Redevelopment, Chicago, IL <sup>1</sup>	
Hospitality/retail/entertainment/F&B	600,000
McDonald's Corporate Headquarters, Chicago, IL <sup>1</sup>	
10-story office/2-story parking/35,000sf retail	757,000
Fulton West, Chicago, IL <sup>(1)</sup>	
9-Story office/10-Story Parking/Pocket Park	600,000
Harpo Studios West Loop Masterplan, Chicago, IL <sup>1</sup>	
Office/Hotel/Residential/Entertainment/Retail	4.5 acres/1.5M
110 North Wacker, Chicago, IL <sup>1</sup>	
50-story office/retail/Chicago River-walk	1,500,000
Optima Chicago Center II, Chicago, IL <sup>2</sup>	
55-story tower/381 luxury apartments/ 270-key hotel/8,000 sf retail	880,000
Optima Chicago Center I, Chicago, IL <sup>2</sup>	
42-story/325 luxury apartments/29,000 sf retail	580,000
Optima Camelview Village, Scottsdale, AZ <sup>2</sup>	
Eleven 7-story buildings 700 luxury condos/40,000 sf retail	13 acres/1.8M
Optima Old Orchard Woods, Skokie, IL <sup>2</sup>	
680 luxury condos/6,500 sf retail	10 acres/1.6M
<b>Residential</b>	
Michigan Place, Chicago, IL <sup>2</sup>	
120 luxury condos & townhomes	350,000
The Arbors Residential Development, Highland Park, IL <sup>2</sup>	
38 luxury condos	100,000
Optima Development, Inc. Resort Homes, Scottsdale, AZ <sup>2</sup>	
Four Premier Resort Single Family Homes	32,000

<sup>1</sup> Completed at Gensler  
<sup>2</sup> Completed at Optima

For the past 29 years, Mark Mockus has focused his professional career on retail center solutions that transform and energize neighborhoods and cities, breathing new life into undervalued and underserved environments. Mark's diverse experience includes retail, entertainment and mixed-use projects. Mark orchestrates multiple teams during all phases through completion on complicated, high-intensity projects as well as ensures design intent and budgetary objectives are met as envisioned at project outset. Mark thrives on instilling in his colleagues and consultant's enthusiasm for project delivery.

**SELECT PROJECT EXPERIENCE**

<b>Retail Centers</b>	<b>size (sf)</b>
Shopping Fulfillment Center concept	1,000,000
East Town Mall, Green Bay, WI	150,000
Midway Airport Concessions <sup>1</sup>	125,000
Dayton's Retail Center, Minneapolis, MN <sup>1</sup>	1,300,000
Navy Pier Family Pavilion <sup>(1)</sup>	50,000
Willis Tower Retail Podium <sup>(1)</sup>	300,000
Northbrook Macy's Repositioning <sup>1</sup>	400,000
Caterpillar HQ retail podium <sup>1</sup>	75,000
The Mills at Jersey Gardens, Elizabeth, NJ <sup>1</sup>	500,000
Old Orchard Retail Center, Skokie, IL <sup>1</sup>	325,000
City Center, Las Vegas, NV <sup>1</sup>	25,600,000
The Glen, Glenview, IL <sup>1</sup>	1,000,000
Yorktown Mall, Lombard, IL <sup>1</sup>	1,500,000
Block 37 Retail Center, Chicago, IL <sup>1</sup>	400,000
<b>Retail</b>	
Barney's New York, Chicago, IL <sup>1</sup>	125,000
Sprint's Flagship Store, Chicago, IL <sup>1</sup>	10,000
Adidas Flagship Store, Chicago, IL <sup>1</sup>	22,000
Neiman Marcus anchor renovation, Oak Brook, IL <sup>1</sup>	250,000
Apple Retail Stores, multiple locations <sup>1</sup>	varies
Bank One Data Center, Elk Grove Village, IL <sup>1</sup>	117,000
Mercedes Benz Auto Dealership, St. Charles, IL <sup>1</sup>	26,000
Nordstrom's at Kenwood Towne Center, Cincinnati, OH <sup>1</sup>	200,000
Toyota Auto Dealership, Woodfield, IL <sup>1</sup>	196,000
<b>Food + Beverage</b>	
1 Prudential Plaza Food Hall, Chicago, IL <sup>1</sup>	55,000
231 S. LaSalle Food Hall, Chicago IL <sup>1</sup>	25,000
SFO Concessions <sup>1</sup>	37,500
110 N. Carpenter Food Hall <sup>1</sup>	11,500
Intelligentsia Coffee & Tea, multiple locations <sup>1</sup>	varies
Japonais Restaurant, 600 W. Chicago, Chicago, IL <sup>1</sup>	80,000
<b>Mixed-Use &amp; Entertainment</b>	
Confidential Technology Center, Chicago, IL	490,000
Old Orchard Mixed Use Center, Skokie, IL <sup>1</sup>	400,000
CMX Old Orchard Dine-In and Market Place Cinemas, Skokie, IL <sup>1</sup>	35,000
CMX Marketplace Cinema, Mall of America, Bloomington MN <sup>1</sup>	32,000
Navy Pier, Chicago, IL <sup>1</sup>	34 acres
E-port, 600 West Chicago Avenue, Chicago, IL <sup>1</sup>	1,500,000
Old Post Office, Chicago, IL <sup>1</sup>	2,500,000

<sup>1</sup> Completed at Gensler



**MARK MOCKUS**

**ICSC, LEED AP  
ASSOCIATE PRINCIPAL**

**AWARDS**

- 2004 Chicago Athenaeum: Museum of Architecture and Design  
American Architecture Award  
600 West Chicago, Chicago, IL
- 2003 Landmarks Preservation Council of IL  
Outstanding Rehabilitation  
Richard H. Driehaus Foundation  
Preservation Award  
600 West Chicago, Chicago, IL
- 2003 Grand Award Winner – Annual Reconstruction and Renovation Award  
Building Design & Construction  
600 West Chicago, Chicago, IL
- 2003 Gold Metal for Excellence in Masonry  
IL - Indiana Masonry Advisory Council  
City of Naperville Washington St.  
Electric Substation, Naperville, IL
- 2002 Downtown Redevelopment of the Year  
NAIOP "2002 Awards for Excellence"  
600 West Chicago (formerly e-port)  
Chicago, IL
- 2002 Chicago Building Congress  
Merit Awards Finalist, Building  
Renovation Category  
E-port/600 West Chicago, Chicago, IL

**CERTIFICATIONS**

- International Council of Shopping Centers
- USGBC LEED-Accredited Professional
- Urban Land Institute

## THE LAMAR JOHNSON COLLABORATIVE

Mariusz is a creative media leader focused on the integration of technology in the design and delivery of architectural projects. He has considerable experience in both residential and commercial architectural projects, as well as large-scale master planning and urban design projects. Mariusz was born in Poland and moved to Chicago, where he graduated from the Illinois Institute of Technology with a Bachelor of Architecture. While studying there he received the 2010 Benn-Johnck Award from the American Institute of Architects. Mariusz also holds a Master of Architecture in Urban Design from Harvard University Graduate School of Design where he received the Award for Academic Excellence in Urban Design.

### SELECT PROJECT EXPERIENCE

<b>Mixed-Use</b>	<b>size (sf)</b>
Triangle Square Apartments, Chicago, Illinois 300 apartments / 60,000 sf retail	440,000
Focus Development, Residential Tower, Chicago, Illinois 20 story 200 apartments tower / 1,500 sf retail	300,000
Weston Warehouse District Development - Phase 1, Cleveland, Ohio <sup>1</sup> 2 multi-story buildings / residential / retail / parkig / amenity deck	500,000
545 NW 26th Street, Miami, Florida <sup>1</sup> 15 story office building / parking / art instalations	450,000
Milwaukee Entertainment Block, Milwaukee, Wisconsin <sup>1</sup> Retail and Entertainment / Plaza	1,000,000
Harpo Studios Development, Chicago, Illinois <sup>1</sup> 4.5 acre developmen / office / retail / hotel / entertainemet	700,00
Old Chicago Post Office Repositioning, Chicago, Illinois <sup>1</sup> Office / food hall / virtual reality experience of design	2,600,000
Kimbark Plaza Redevelopment Study, Chicago, Illinois <sup>1</sup> 100 apartments / 100 sf retail	100,000
Tribune Tower Repositioning, Chicago, Illinois <sup>1</sup> 4 tower master plan / office / residential / retail / plaza	2,500,00
759 W Wayman St, Chicago, Illinois <sup>1</sup> 300 apartments 30 story tower	350,000
Calhoun Development, Minneapolis, Minnesota <sup>1</sup> 200 key hotel / 60,000 sf clinic / 30,000 sf retail	300,000
63rd and Cottage Grove, Chicago, Illinois <sup>1</sup> 55 apartments / 15,000 retail	100,000

### Planning and Urban Design

US Steel Southworks Master Plan, Chicago, Illinois <sup>1</sup> 20,000 apartments / retail / schools / parks	440 acres
Cleveland Warehouse District - Redevelopment Master Plan, Cleveland, Ohio <sup>1</sup> Eight multi-story buildings pffice / hotel / parking / 1,3000 apartments / 150,000 sf retail	8 acres
Harold Ickes Redevelopment Master Plan, Chicago, Illinois <sup>1</sup> 900 apartments / 72,000 sf retail / park	20 acres
Cabrini Green Redevelopment Plan, Chicago, Illinois <sup>1</sup> 2 sites 1,000 apartments / 100,000 sf retail / Parks	40 acres
Woodlawn Neighborhood Master Plan, Chicago, Illinois <sup>1</sup> Neighborhood wide analytic study / demographics / realstate	500 acres
University Mixed Use Master Plan, Minneapolis, Minnesota <sup>1</sup> 250,000 sf office / 120,000 sf retail / 225,000 sf hotel / 200,000 sf residential	6 acres
Peoria Housing Authority Redevelopment, Peoria, Illinois <sup>1</sup>	8 acres

<sup>1</sup> Completed at Gensler  
<sup>2</sup> Completed at previous firm



## MARIUSZ KLEMENS

AIA, NCARB  
ASSOCIATE PRINCIPAL

### EDUCATION

Master of Architecture in Urban Design  
Harvard University Graduate School of Design

Bachelor of Architecture  
Illinois Institute of Technology

Associate Degree in Architecture  
Wilbur Wright College

### TEACHING

Boston Architectural Collage  
Advance Studio

Harvard University Graduate School of Design  
Elements of Urban Design Core Studio TA

Harvard University Graduate School of Design  
Quito "Line in The Andes" - Option Studio TA

Harvard University Graduate School of Design  
Geographic Information Workshop

### AWARDS

Award for Academic Excellence in Urban Design  
Harvard Graduate School of Design

Benn-Johnk Award 2010 - First Place  
Midewin Tall Grass Project  
Illinois Institute of Technology

Droste Travel Scholarship  
Collage of Architecture Paris Program

### CERTIFICATIONS

Registered Architect, Illinois

Member, American Institute of Architects

National Council of Architectural Registration  
Boards (NCARB)

### PUBLICATIONS

The Generic Sublime  
2016 Actar D, 2016

Line in the Andes  
Apr 1, 2013 Felipe Correa

A View on Harvard GSD: Volume 3  
2011, Harvard University

GSD Platform 4  
2011, Harvard University

# residential



FOCUS DEVELOPMENT | CHICAGO, IL



Completed at Benschler

TOWN HALL APARTMENTS | CHICAGO, IL

Completed at Optima



OPTIMA OLD ORCHARD WOODS | SKOKIE, IL

Completed at Optima



OPTIMA CAMELVIEW VILLAGE | SCOTTSDALE, AZ



TRIANGLE SQUARE | CHICAGO, IL

Completed at Benschler



VANTAGE OAK PARK | OAK PARK, IL

Completed at Optima



MICHIGAN PLACE | CHICAGO, IL

Completed at Optima



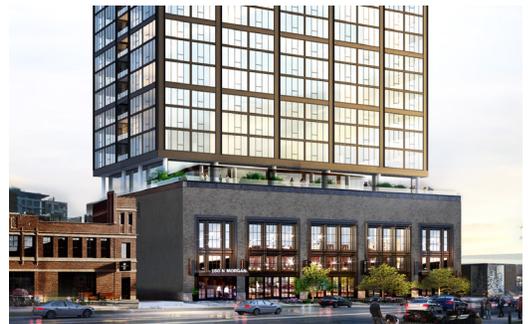
OPTIMA TOWER CHICAGO | CHICAGO, IL

Completed at Booth Hansen



THE PARKER | CHICAGO, IL

Image courtesy of Booth Hansen



160 N. MORGAN APARTMENTS | CHICAGO, IL

# — retail centers

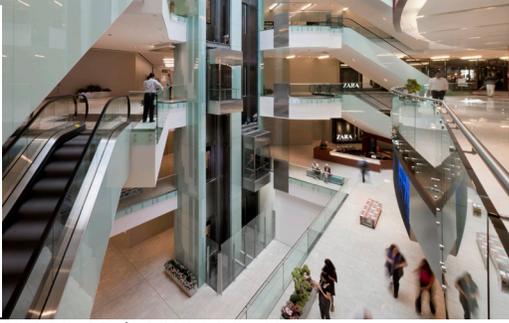
Completed at Gensler



WILLIS TOWER REPOSITIONING | CHICAGO, IL



Completed at Gensler



BLOCK 37 | CHICAGO, IL

Completed at Gensler



THE MILLS AT JERSEY GARDENS | ELIZABETH, NJ

Completed at Gensler



CMX | SKOKIE, IL

Completed at Gensler



BARNEYS NEW YORK | CHICAGO, IL

Completed at Gensler



NAVY PIER | CHICAGO, IL

Completed at Gensler



MGM CITY CENTER | LAS VEGAS, NV

Completed at Gensler



MIDWAY AIRPORT | CHICAGO, IL



## KEY PERSONNEL



### **Osvaldo Pastrana, P.E., LEED AP Civil Engineer**

Osvaldo has over 19 years in the land development consulting field. His experience includes preparing project feasibility studies, preparing budgets and cost estimates, designing stormwater collection and management systems, preparing FEMA re-mapping requests, designing potable water distribution systems, designing sanitary sewage collection and pumping systems, designing site grading and erosion control measures, preparing earthwork movement analyses, designing Department of Transportation and county highways, designing residential and industrial subdivisions, designing commercial/retail developments and parking lots, coordinating the site entitlement process by preparing necessary municipal permit applications and participating in public hearing presentations.

Oz is experienced in project management and his responsibilities have included managing projects, ensuring client satisfaction and supervising technical staff. He is adept at securing the right staffing resources for a project and monitoring the design and construction process to ensure projects come in on-time, under budget and to the satisfaction of all involved stakeholders.

#### **PROFESSIONAL MEMBERSHIPS**

American Society of Civil Engineers  
Illinois Society of Professional Engineers

#### **EDUCATION**

Bachelor of Science, Civil Engineering, University of IL – Chicago

#### **PROFESSIONAL DESIGNATIONS**

Professional Engineer, IL, WI, IN, IA, MO  
LEED AP, LEED-Leadership in Energy & Environmental Design

#### **SAMPLE PROJECT EXPERIENCE**

- **Burlington Station:** A new 114,000 square foot residential building located in Downers Grove, IL.
- **WoodSpring Suites Extended-Stay Hotel Developments:** Multiple locations in IL.
- **The Fresh Market:** A new 32,129 square foot The Fresh Market anchored development in Glen Ellyn, IL.
- **Assisted Living Facility:** A new 4-story 150 unit Assisted Living Building in Romeoville, IL.
- **Independent Living Facility:** A new 3-story 121 unit Independent Living Facility in Romeoville, IL.
- **Advance Auto Parts:** Various Advance Auto Parts Stores throughout the Chicagoland Area, IL.
- **Checkers Drive-In Restaurants:** Various Checkers Drive-In Restaurants throughout Chicago IL.
- **Pet Supplies Plus:** A new 10,763 square foot Pet Supplies Plus Store in Glen Ellyn, IL.
- **Commercial/Retail Developments:** Various 5K-7K Commercial Retail Developments throughout IL.
- **Windsor Place Subdivision:** A 12-Lot Single Family Residential Subdivision in Lombard, IL.
- **Metro West Subdivision:** A 19-Unit Townhome Development in Naperville, IL.

## COMPANY PROFILE

CivWorks Consulting, LLC was founded in 2009 as a full-service consulting civil engineering firm. CivWorks is a licensed and registered professional engineering firm in Illinois. The company is a service oriented civil engineering firm, our business is built on personal relationships, attention to detail and innovative problem solving skills.

### CIVIL ENGINEERS



### PLANNERS

### DEVELOPMENT CONSULTANTS



### CAPABILITIES

- Entitlement Services
- Due Diligence
- Land Development
- Utility and Site Layout
- Stormwater Management
- Wastewater Management
- Watermain System Design
- Hydrologic/Hydraulic Studies
- Roadway Design
- Construction Cost Estimating
- Contract Preparation
- Specification Preparation
- Bid Administration
- Construction Inspection
- Construction Administration

Thriving, vibrant communities begin with intelligent engineering. We know this from firsthand experience. At CivWorks Consulting, we provide civil engineering solutions that meet our client's needs while maintaining the public's trust.

The success of any project – from single-family residential to master-planned communities to business parks depends on and requires an engineer and engineering firm having an understanding of the basic needs of the project. It also requires the technical background to perform services such as planning and design of water, sewer, paving and drainage systems. Our experienced engineers are well versed in the intricacies of zoning ordinances of various counties of many states.

We understand the big picture. Our comprehensive civil engineering services create the functional environments our clients envision. For each project we undertake, we balance the needs of clients, owners and other stakeholders. When appropriate, we develop public involvement programs that encourage citizen input and understanding.

As civil engineers, our clients task us to develop creative, cost-effective solutions to oftentimes challenging problems. By asking the right questions up front, and based on our shared understanding of the project vision, we develop cost effective and sound approaches to solve our clients' challenges.

Preliminary  
Site  
&  
Massing Plans

# CONCEPT 1a

## CONCEPT 1a

### Parking

**Residential Parking:** 53,000 gsf  
 Stalls 151  
 350 sf per stall

**Retail Parking:** 24,500 gsf  
 Stalls 75  
 330 sf per stall

### Retail

**Retail Parking:** 15,000 gsf

### Residential

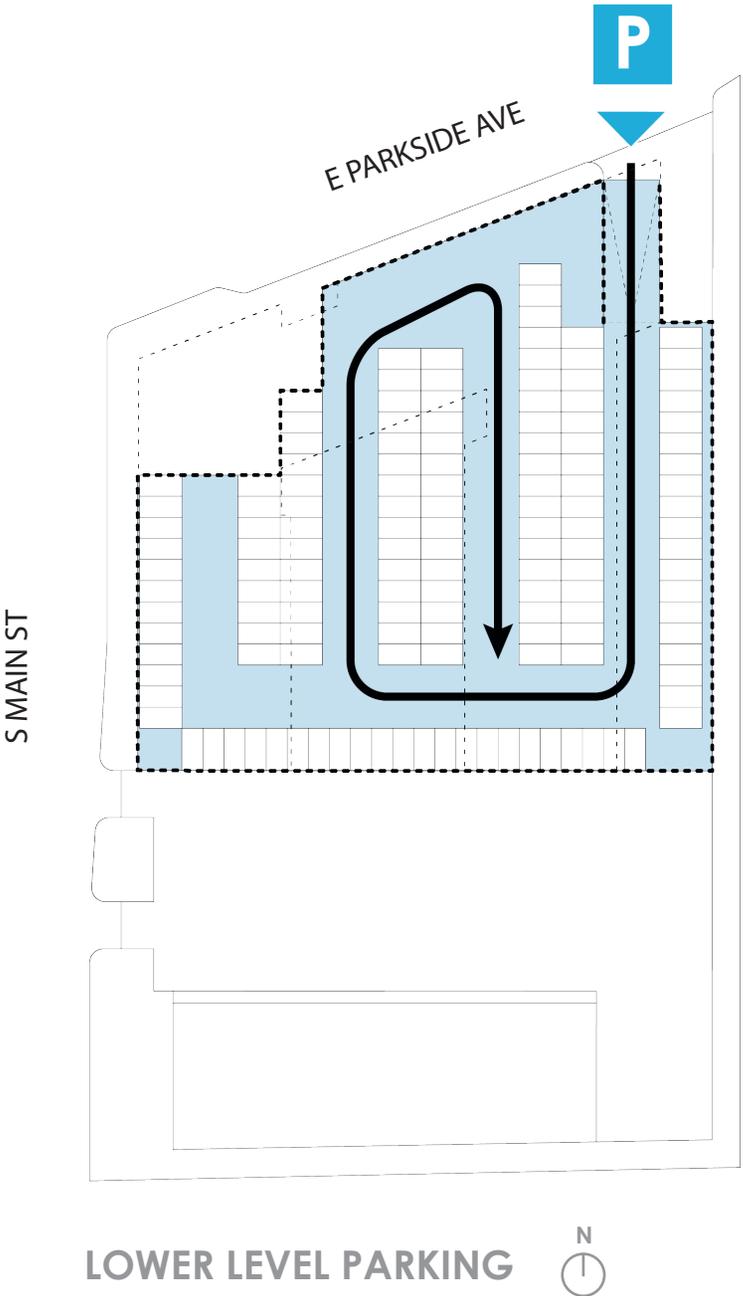
**Residential Building Total:** 120,000 gsf  
 Total Units 120  
 average unit size 1,000 sf

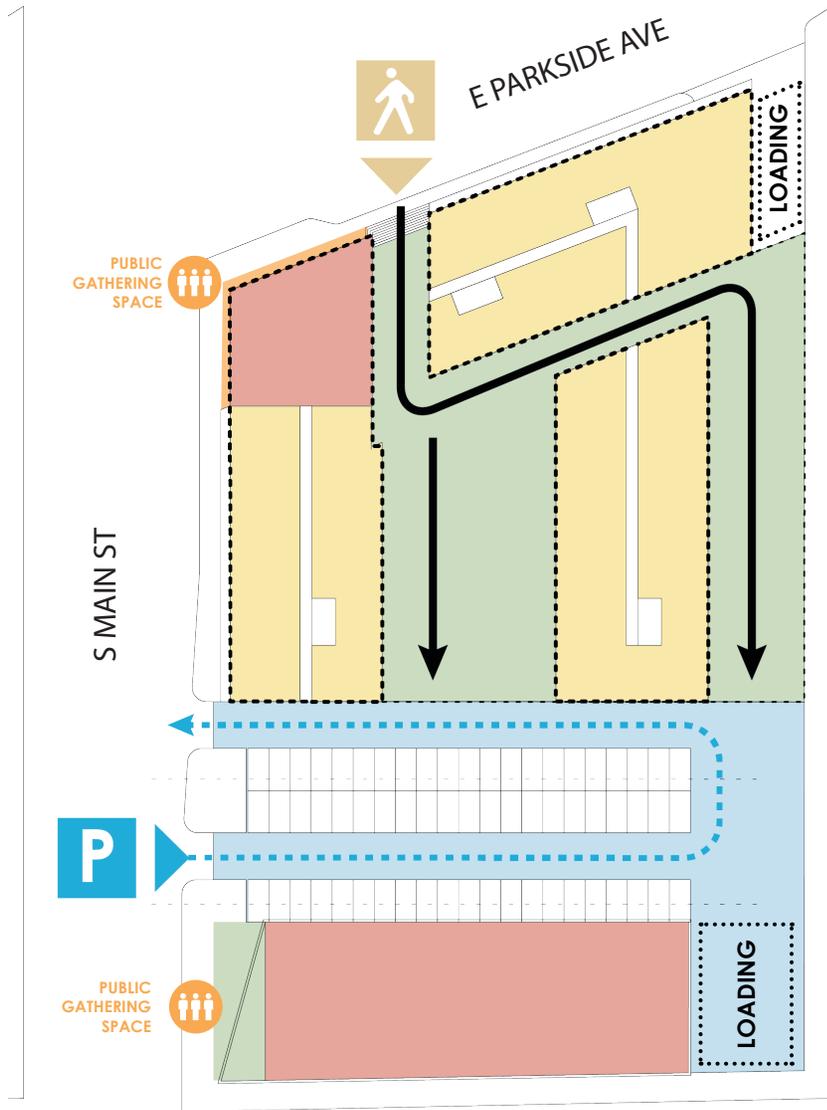
### Amenity Deck

**Amenity/Open Space** 24,000 gsf

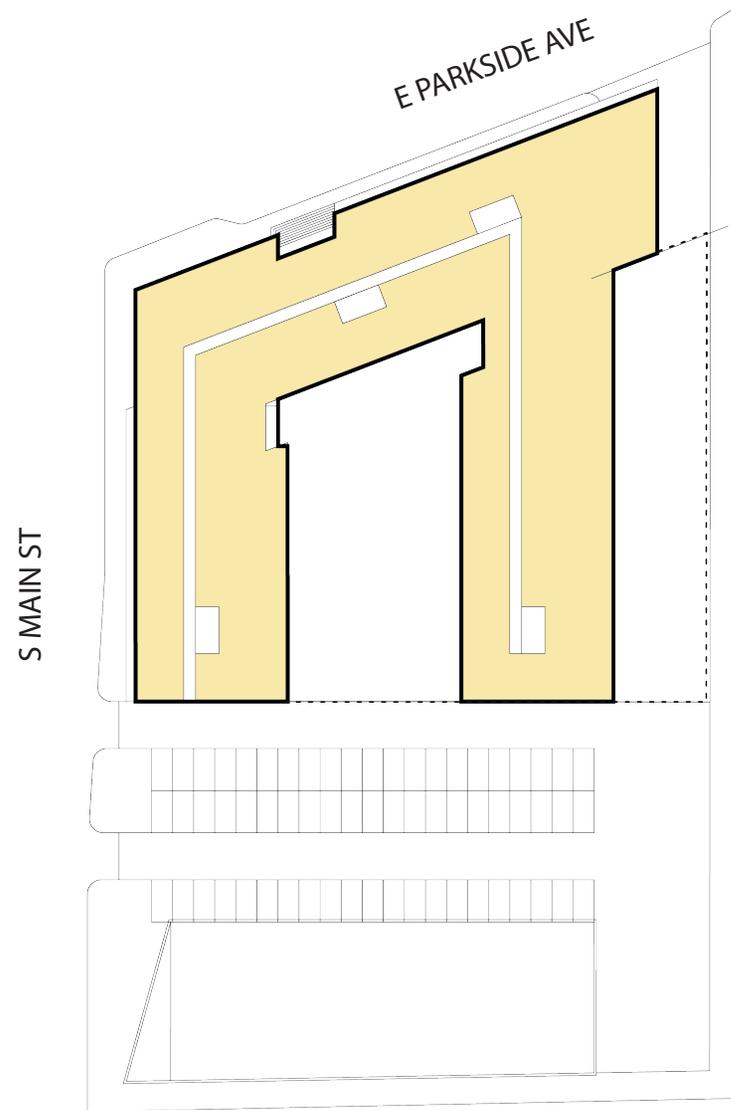
**TOTAL GROSS** 188,000 sf  
**FAR** 135,000 sf

- RESIDENTIAL
- RETAIL
- PARKING
- AMENITY DECK



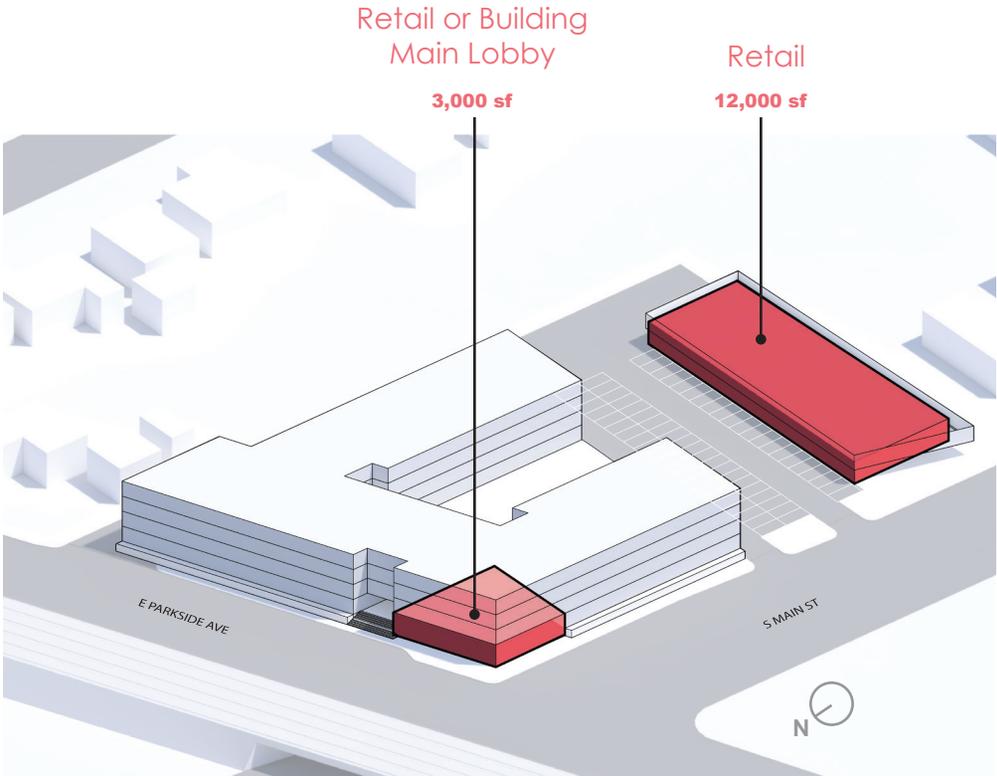
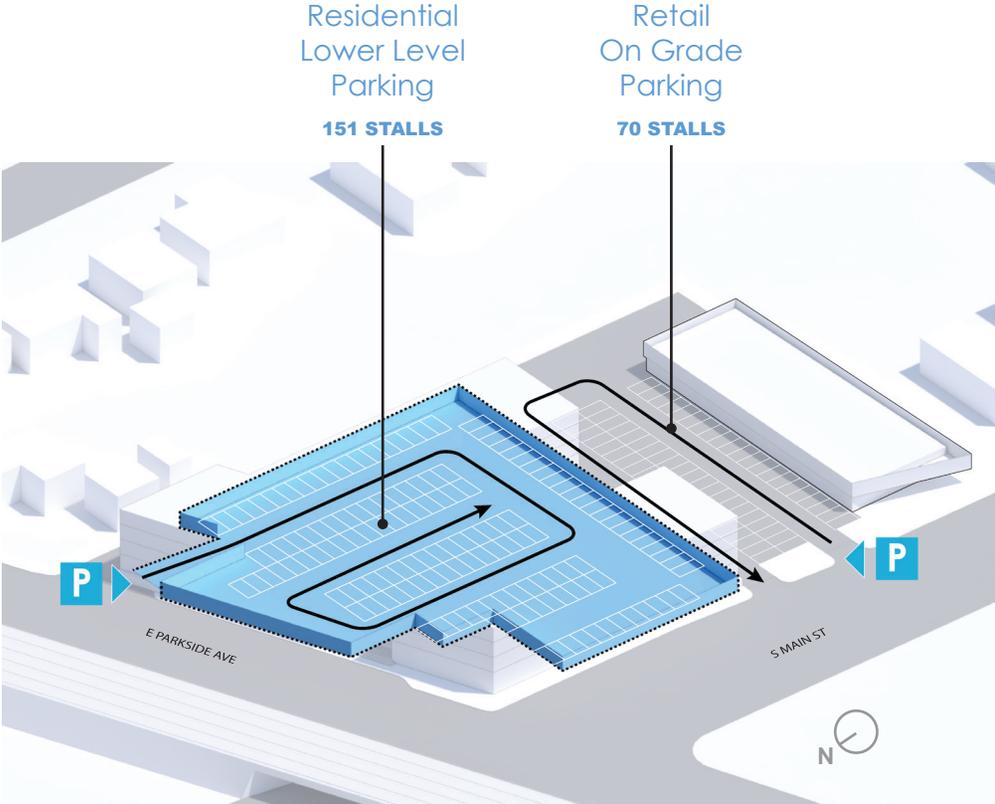


GROUND AND AMENITY DECK LEVEL 



TYPICAL RESIDENTIAL FLOOR PLAN 

# CONCEPT 1a



## Parking

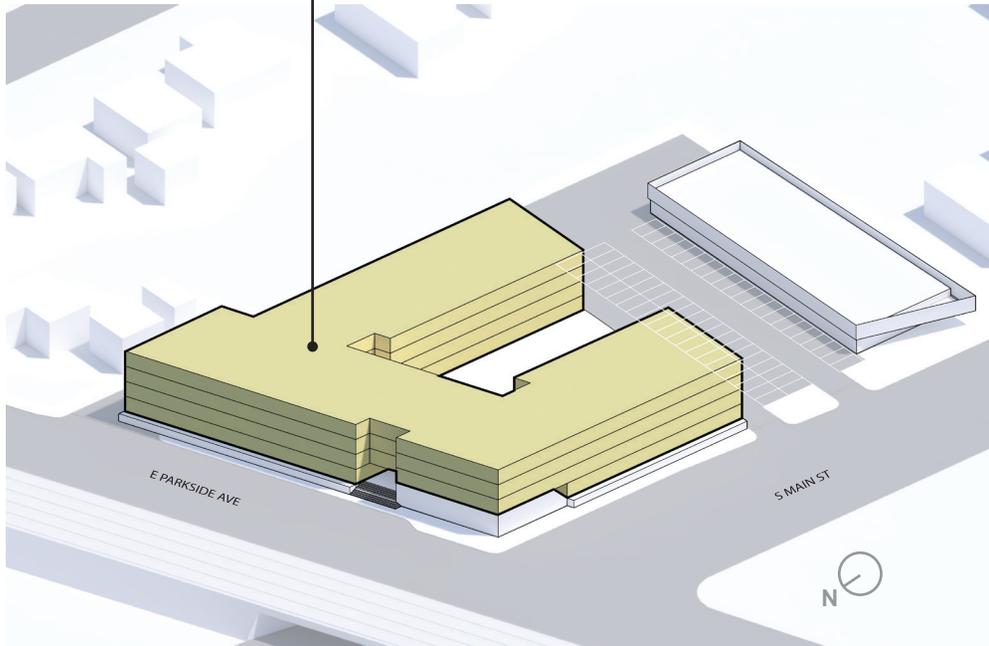
<b>Residential Parking:</b>	<b>53,000</b> gsf
Stalls	151
	350 sf per stall
<b>Retail Parking:</b>	<b>24,500</b> gsf
Stalls	75
	330 sf per stall

## Retail

**Retail Parking: 15,000 gsf**

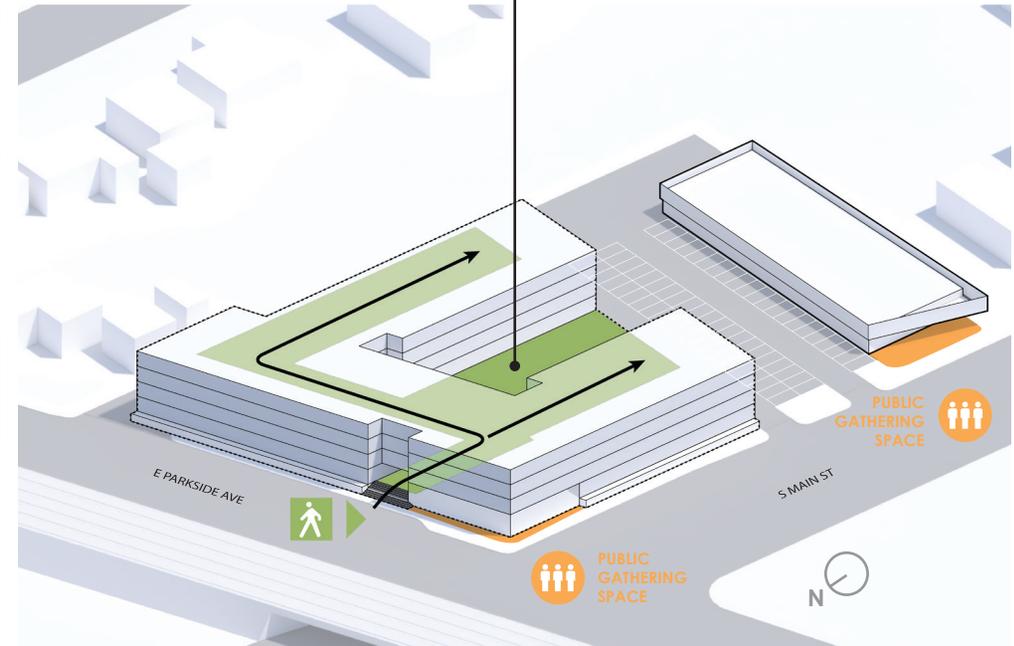
Residential Building  
4 levels

120,000 sf



Residential Amenity Deck  
With Street Access

21,000 sf



**Residential**

**Residential Building Total:** 120,000 gsf

Total Units 120  
average unit size 1,000 sf

**Amenity Deck**

**Amenity/Open Space** 24,000 gsf

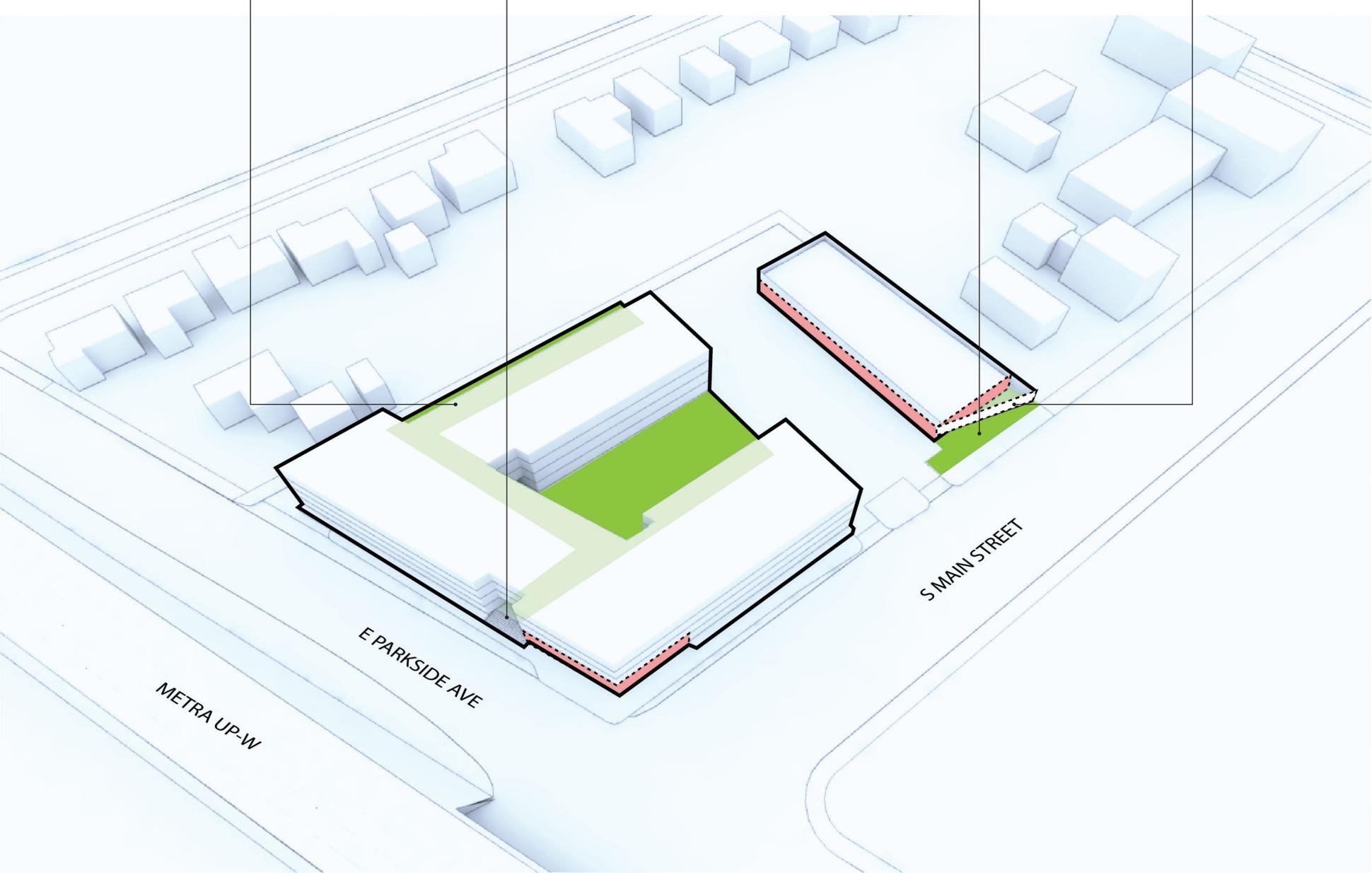
CONCEPT 1a

Buffer From  
Adjacent Properties

Main Building and  
Courtyard Entry

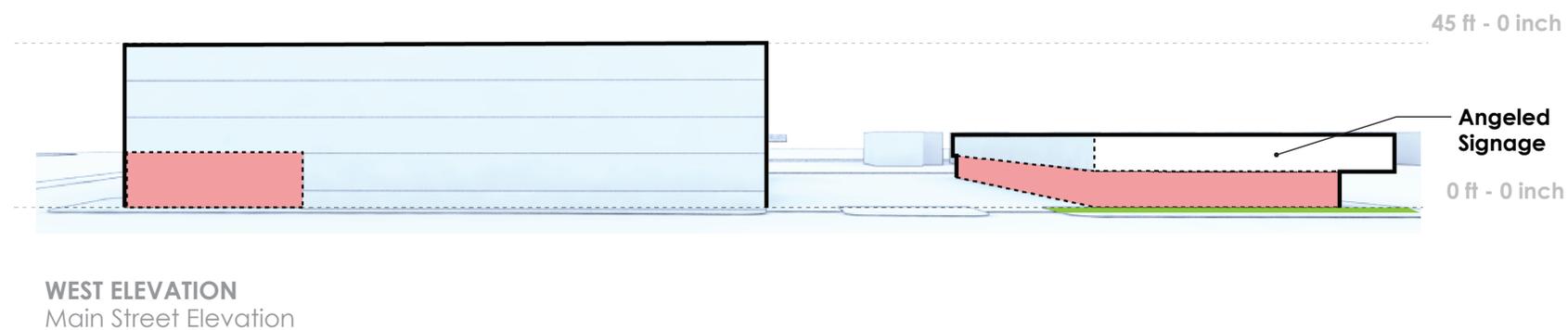
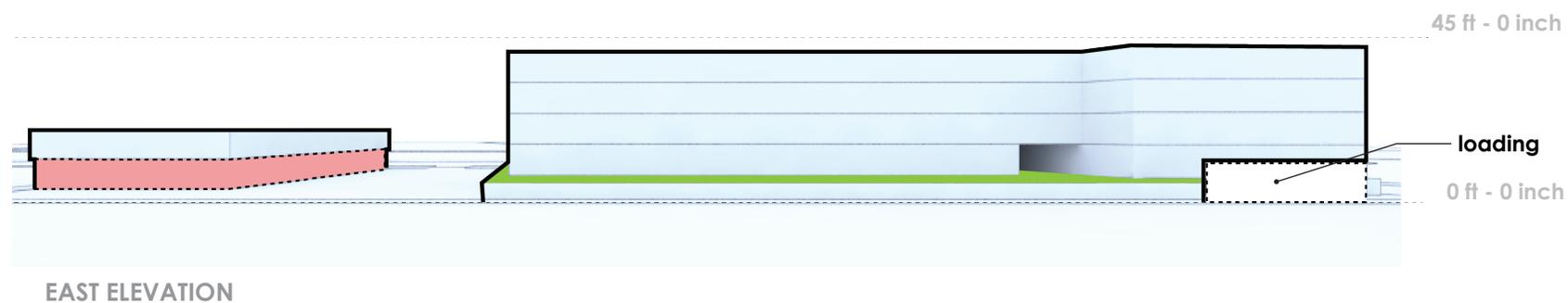
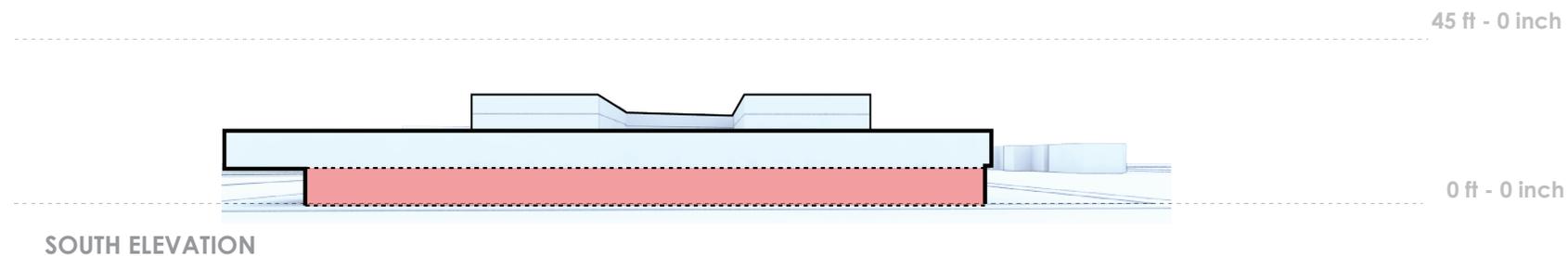
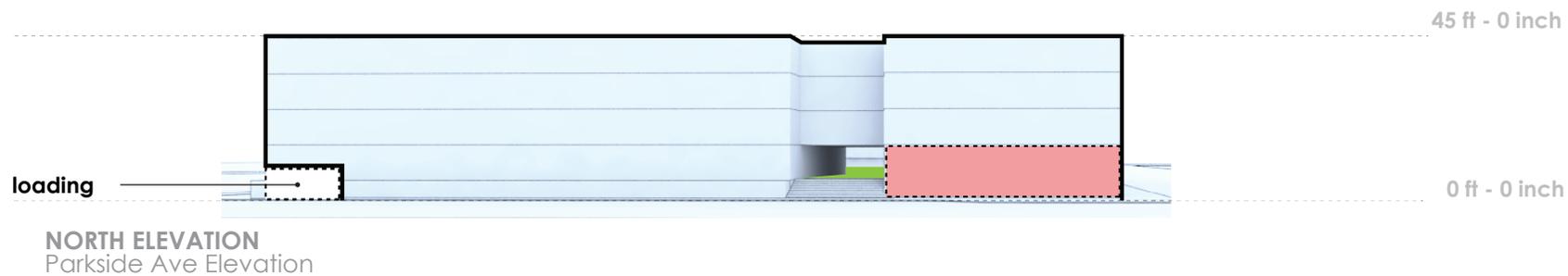
Open Plaza  
2,000 sf

Angeled Signage



- RETAIL
- AMENITY DECK

# ELEVATIONS



Representative  
&  
Precedent  
Architecture





**Burlington Station**  
TOD Project  
Under Construction (2018 Completion)  
89 Units  
Downers Grove, IL



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**Q on Quincy**  
**Proposed TOD Project**  
**94 Units**  
**Westmont, IL**  
**March 2018**



## CONSTRUCTION RELATED ELEMENTS

### ANTICIPATED DEVELOPMENT COSTS:

\$750,000	Land
\$22,410,000	Hard Costs, Residential Building
\$1,950,000	Hard Costs, Grocery Building
\$1,140,000	Hard Costs, Civil, Utility, Contingency
<u>\$750,000</u>	<u>Hard Costs (FFE; \$6,250 / unit)</u>

### **\$27,000,000 Total Land + Hard Costs**

Construction Interest, Fees, Civil Engineering, MEP Engineering, Structural Engineering, Municipal Impact Fees, Soil Testing, Utility Connection Fees, Municipal Performance Bond, Development Fees, Builders Risk Insurance, Title Insurance, Loan Fees, Appraisal, Pre-leasing & Marketing O/H, Environmental Testing, Permitting

### **\$4,000,000 Total Soft Costs**

### **\$31,000,000 Total Project Cost**

### ANTICIPATED JOB CREATION:

131,000-149,000	Man Hours – During Project Construction
50 Jobs	Full Time & Part Time @ Prairie Food Co-Op
5 Jobs	Full Time @ Lilac Station
11 Jobs	Estimated Indirect Job Creation



## PROJECT SCHEDULE

### Preliminary Milestone Schedule

Submission of RFP Response	<b>April 16, 2018</b>
Staff Team Review	<b>May 1, 2018 (estimated date)</b>
Recommendation to Economic and CDC/Village Board	<b>May 15, 2018 (estimated date)</b>
Negotiate/ Execute Redevelopment Agreement with Developer	<b>June 30, 2018</b>
Commence Property Acquisition Due Diligence including zoning approvals	<b>July 6, 2018</b>
Commence Schematic Architectural Design	<b>July 6, 2018</b>
Complete Property Acquisition Due Diligence including zoning approvals	<b>September 6, 2018</b>
Commence Design Development/Construction Documents	<b>September 10, 2018</b>
Complete Design Development/Construction Documents	<b>December 10, 2018</b>
Bidding and Permit Review Start date	<b>December 15, 2018</b>
Initial Permit Review Complete	<b>January 20, 2019</b>
Bidding Complete	<b>January 20, 2019</b>
Project Financing/Offering Package Complete	<b>February 1, 2019</b>
Select General Contractor	<b>February 15, 2019</b>
Receive Loan Proposals	<b>February 22, 2019</b>
Complete Building Permit Approval	<b>March 1, 2019</b>
Complete Loan Agreement/Closing	<b>March 17, 2019</b>
Complete GC Scope and Execute Construction Contract	<b>April 2, 2019</b>
Complete Land Purchase Closing	<b>April 2, 2019</b>
Commence Construction/ Groundbreaking	<b>April 9, 2019</b>
Complete Construction	<b>June 8, 2020</b>



## **OFFERING PRICE, FINANCING, AND FINANCIAL CAPABILITY:**

- A. **OFFERING PRICE-** Please reference Section Entitled “Village of Lombard Participation” for proposed land purchase price and associated details.
- B. **FINANCIALLY SOUND-** Lilac Station represents a financially sound and viable development for this important gateway to the downtown. The proposed project is a unified approach which will complete development in a single phase thereby maximizing the transformative benefit to the downtown in the very near term.
- C. **FINANCIAL CAPABILITY & CAPACITY-** Holladay Properties is a privately-held development company with operations throughout the United States. We manage some 100 individual partnerships, including approximately 15 joint ventures with institutions (Memorial Health Systems and Lincoln National Life Insurance); private groups (Purdue Research Foundation and The Congregation of the Sisters of the Holy Cross), and individuals (land owners and individual equity investors of means).

Each entity has its own balance sheet and financial statement. There are fifteen active Holladay Properties partners, each employed in one of the five Holladay management and/or development offices. The combined assets of these partnership entities are in excess of \$300 million. If our team is selected, we will disclose all financial information requested.

Additionally, we have spoken with various financial institutions regarding Lilac Station and have received a warm response. To evidence our capability to finance the project, we have enclosed a letter from Jeff Teague, SVP at Hinsdale Bank & Trust, a Wintrust family-bank, and a preferred lender of Holladay Properties.

### ***Capacity to Bring Capital Resources***

In the last ten years alone, Holladay has generated from public and private sources over \$100 million dollars in infrastructure improvements amongst its five major mixed-use parks under development. Capital requirements for “vertical” development for Holladay projects have been met via 1) internally generated capital, 2) institutional & individual accredited investors, and 3) bank & insurance company-sourced credit. Holladay has the capability and capacity to obtain financing and provide equity capital for projects ranging from \$5MM to \$100MM.

**WINTRUST**  
**COMMERCIAL BANKING**  
AT HINSDALE BANK & TRUST COMPANY

April 10, 2018

Mr. Drew Mitchell  
Holladay Properties  
324 W Burlington Ave,  
LaGrange, IL 60525

Mr. Drew Mitchell,

This letter is to confirm that we have had discussions with Holladay Properties regarding a TOD development in downtown Lombard. We have strong interest in entertaining financing for these types of projects for Holladay Properties. We are currently financing the construction of an 89 unit luxury apartment project for Holladay Properties in Downers Grove. Holladay Properties is a well-established and well capitalized developer with an excellent reputation in the market. They are a company we value as a top customer and hope to have a long term relationship with.

If you require any additional information please do not hesitate to contact me.

Sincerely,



Jeff Teague  
Senior Vice President

## SPECIFIC DEVELOPMENT PROJECT PROVISIONS

A. **MARKET DRIVEN-** The residential component of Lilac Station will provide market rate luxury residential dwelling units for a broad spectrum of residents from millennials working in downtown Chicago and the nearby east west corridor employment centers to empty nesters seeking to downsize from a large private residence however desiring to remain in their community. There is a demonstrated demand for our proposed walkable, transit oriented community lifestyle. A third party market study may be provided to support the demand for this type of development. There is also a demonstrated need for additional grocery/market alternatives for the Village of Lombard. The CO-Op model has been successful throughout the nation and offers a unique opportunity for residents of Lombard. There is a need for financial support for the Co-Op model which we feel represents a modest investment by the Village in order to attract this important amenity to the community.

B. **LAND REQUIREMENTS-** No additional land acquisition or assemblage is required beyond the proposed acquisition of the 101-109 South Main Street property.

C. **BUSINESS AND OPERATIONS-** Holladay Properties will operate the property by way of individual Leases consummated with each residential and commercial tenant (120 residential apartment units, Grocery/Market and Coffee shop).

Separate business operations in the two commercial spaces will be the responsibility of individual Tenants. A detailed description of the business and operation of Prairie Food Co-Op is Provided on Tab 3. The coffee shop tenant has yet to be identified.

D. **ZONING RELIEF-** We currently anticipate that a variance from current parking standards may be required to address the Transit Oriented Development (TOD) nature of this project. We do not currently anticipate additional variances for the project. However, as the architectural design and site planning for the project become further refined, potential departures from current zoning standards may be required.

E. **LONG TERM LEASE COMMITMENT-** The market viability of the transit oriented residential component of the project may be demonstrated by a third party market study. Holladay has utilized the services of Tracy Cross & Associates for

market study analysis, and intends to engage the firm to further demonstrate and confirm market viability.

The grocery & neighborhood market component of the development is supported by a ten year lease as well as subscription by investors in the Prairie Food Co-Op organization. Holladay has found the Prairie Food Co-Op to be extremely professional, highly organized, and very likely to succeed in this location in conjunction with the Lilac Station development.

The coffee shop component of the development remains to be consummated, however, Holladay Properties has existing relationships with coffee shop brands and hospitality entities which operate coffee shops in properties within our existing portfolio. We feel that these relationships and our past experience of success should mitigate the leasing risk associated with this relatively small component of the project.

- F. **RESIDENTIAL FLOOR PLANS & PROGRAMMING-** Proposed unit sizes and mix will largely mirror the Tracy Cross Market Presentation presented by Tracy Cross & Associates to the Village of Lombard in March, 2015.

Unit Mix is anticipated to be approximately 60% 1 Bedroom, and 40% 2-Bedroom. Units will feature generous floor plans, ranging from 600 SF for a Junior 1 Bedroom to a spacious 1,250 SF 2 bedroom, 2 bath plus den, not including generous balconies averaging size of 50 to 75 SF.

Rents are anticipated to be in the range of \$1,490 to \$2,300.

All residences are anticipated will feature open floor plans with in-unit washer/dryer, walk-in closets in every master, valet desks with USB charging ports, energy efficient lighting, smart thermostat, high-end plumbing fixtures, and other modern amenities typically provided in a Holladay Luxury Apartment offering.

As with other recent Holladay apartment developments, Lilac Station is anticipated to feature fiber optic internet service to the end unit, which essentially "future proofs" the development's technological infrastructure.

Unit kitchens will have an island or peninsula with bar-stool seating, granite counters, high-gloss cabinetry, and stainless steel energy efficient appliances, including refrigerator, oven, range, microwave, dishwasher and disposal.

Flooring will include luxury vinyl plank (LVP), with bathrooms featuring tiled floors and walls. Every unit will have immediate access to the outdoors via a terrace or balcony.

Every unit will have at least one assigned parking spaces, with the opportunity to rent a second parking space on a first come-first serve basis. Based on data from KLOA, a traffic and parking consultant, the development will technically be “over-parked” (1.25:1 vs need of 1.1:1) via its modern 150 space enclosed parking garage. The building’s temperature controlled parking facility will feature electrical vehicle charging stations, dry cleaning lockers for on-site pickup & drop-off, elevator access, bicycle studio with storage and tools, and locker storage for tenants.

The developer may consider working with Prairie Food Coop to incorporate overnight and visitor parking in the adjacent 75 space new surface parking lot servicing Prairie Food Coop.

Building access will be managed with a Butterfly MX video-access panel, allowing all residents to see visitors before providing building access via their cell phone. The building will feature leasing concierge, automated package handling for Amazon and other deliveries, and several other valued amenities including cyber café, fitness center, club room, and outdoor patio lounge and bar with fire pits and Outdoor TVs.

- G. **PROJECT THEMING-** As with other Holladay projects, we anticipate some artistic theming to the development. A similar example would be Burlington Station in Downers Grove, where due to its rail-centric location, Holladay desired to incorporate a large timepiece. Holladay was able to acquire from an antiques dealer a large 7 foot clock salvaged from a building overlooking the Monument to the Great Fire of London. Following a 3,900 mile voyage to Downers Grove, this clock will adorn the northeast corner of the building and remind commuters & pedestrians alike the time, while telling the story of the clock’s journey in a bronzed plaque.

While theming for Lilac Station, including the concept of naming of Lilac Station in itself, is still in the works, we are interested in exploring the possibility of incorporating a public-facing artistic sculpture to be enjoyed by residents, shoppers, and pedestrians alike. The development team looks forward to identifying ways to achieve goals of theming while embracing the arts and the important role of Lilac Station’s location as a primary gateway to the Village.



# PRAIRIE FOOD CO-OP

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## COMMUNITY GROCERY



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Dear Village of Lombard,

April 16, 2018

Prairie Food Co-op is pleased to be included in this bid for the 101-109 South Main development opportunity. Prairie Food Co-op will be a full-service community owned grocery store that will provide 50 new jobs, drive millions of dollars in economic development to downtown Lombard, and result in a successful, high-profile, full-service, health-driven and independent grocery option for Lombard residents. Prairie Food Co-op will make the 101-109 S Main site a vibrant, distinctive destination like no other business can. We will be an anchor for revitalization and economic development on Main Street.

Across the country, consumer grocery cooperatives account for more than \$2.1 billion in sales revenue – and more than 15,000 jobs and \$252 million in wages and benefits paid.

Food co-ops are thriving around the nation, and Prairie Food Co-op will be the third food co-op in the Chicago area – **making Prairie Food Co-op at 101-109 S. Main a destination.** We already have more than 800 Owners from across DuPage, each of whom has a financial stake in our store and we expect more than 1500 Owners by opening. In addition to Owners, shoppers from across the area will travel to Lombard for our healthy grocery items and commitment to transparency and consumer education.

Prairie Food Co-op not only reflects the values of local community members, it speaks directly to the recommendations provided in the 2011 Lombard Downtown Revitalization Project Guidebook. As stated in the Guidebook, the “previous DuPage Theater offers the most significant development potential in the downtown” and the “long term development opportunity for this site is a commercial building.” The Project Guidebook specifically recommends a “fresh market grocery” to “provide a local food market option for downtown Lombard.” Prairie Food Co-op meets every one of these directives.

According to the USDA Food Access Atlas, much of North Lombard is a “Low Food Access Area” where at least 500 people or 33% of the population lives farther than 1 mile (urban) from the nearest supermarket. Despite the presence of big box chains and conventional grocery stores, there is demand for a local, natural grocery solution. Indeed, since the release of the RFP, more than 1,000 people have signed the petition in support of Prairie Food Co-op at the 101-109 S. Main site, voicing their support for an independent business.

### **Business Experience**

Our 11-member Board of Directors has, collectively, many decades of experience in the food industry. The larger planning team includes business owners, real estate professionals, marketing professionals, attorneys, accountants, IT experts, designers, and writers. More than 50 volunteers staff more than 8 committees. Our business plan calls for the hiring of a General Manager with a minimum of 10 years’ experience in managing a grocery store, as well as for highly trained staff. Additional job training will be provided for all new employees, and broad job opportunities will be available to Lombard residents.

We also work closely with the Food Co-op Initiative and Cooperative Development Services, national co-op service and trade organizations that work with hundreds of retail food co-ops and provide

consulting, planning, implementation and operation services to start-up food co-ops.

### Sales and Employment Projections

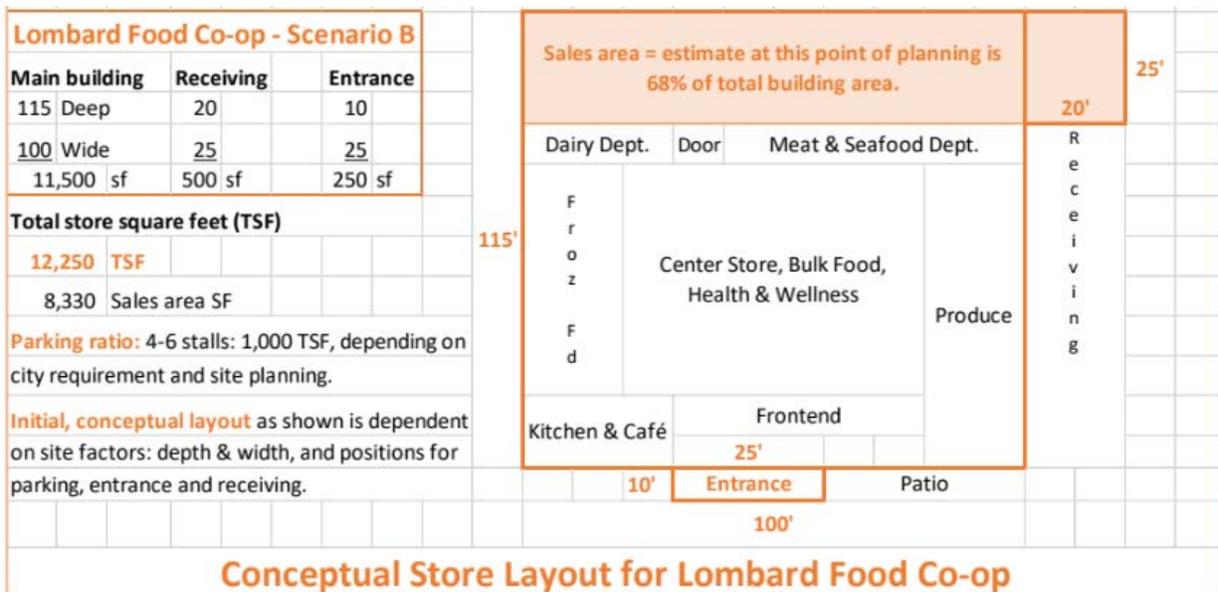
- \$4 million in gross sales in our first year, growing to \$9.4 million by year 10
- 50 jobs upon opening, up to 80 at store maturity

### Proposed Concept and Use

Prairie Food Co-op will be a community-owned grocery store that exists to serve Lombard’s need for a centrally located grocery store and to help rebuild the connection between food producers and consumers. Powered by its individual Owners, each of whom own a stake in the store, the co-op will feature local, sustainable, fresh foods, healthy prepared foods, and all of the amenities of a full-service grocery store.

The vision of Prairie Food Co-op is to provide a friendly, accessible shopping experience that is open to everyone. Prairie Food Co-op is committed to transparency, food and health education, and serving our community. More than just a store, Prairie Food Co-op will be a vibrant community hub and gathering place that supports the Lombard economy and contributes well-paying jobs with benefits.

A conceptual design and layout are presented below.



Prairie Food Co-op aligns strongly with interests of the Lombard community and its leadership:

- We have the support of several Trustees and Village Committee members, as well as leadership of many public and civic institutions
- Over 800 people have contributed equity into Prairie Food Co-op.
- More than 1,000 people have signed our petition supporting our bid.

The proven economic strength of cooperatives is due to all profits remaining locally in the store – no



money goes to private shareholders or investors as a result of their investment. Instead, in the cooperative model, profits are shared among Owners, in the form of patronage refunds to be re-invested in the community.

Finally, Prairie Food Co-op's big, bright, beautiful grocery store -- well-lit, well-designed, and drawing people from Glen Ellyn, Villa Park, Downers Grove, Elmhurst, and beyond, as well as Lombard residents -- will be a high-profile leader in the local food movement.

Lombard deserves a centrally located grocery store organized by community members who believe in strengthening our local economy, creating better access to local and sustainable products, and bringing significant traffic to the downtown corridor. We look forward to partnering with the Village to fulfill our mission.

Sincerely,

*The Board of Directors of Prairie Food Co-op, on behalf of the 800+ Equity Owners of Prairie Food Co-op and the Chicagoland co-op community.*



## **Prairie Food Co-op Business Summary**

Prairie Food Co-op is a for-profit, mission-driven business that aims to provide local, healthy food, boost our local economy, provide jobs and training, and build community connections. A full-service food store open to the public year-round, Prairie Food Co-op will carry a full range of fresh and prepared grocery products. Our mission includes focusing on local and organic food and transparency: how and where food was produced, from farm-fresh produce and eggs, to artisan breads and cheeses, to locally prepared and packaged goods. Shoppers will have sourcing information through our labeling system, our in-store displays and information systems and informed employees.

The store will feature additional services that may include a deli, bakery, and/or café seating area. The concept for Prairie Food Co-op is based on existing food co-ops that are successfully operating in areas with demographics similar to Lombard.

Prairie Food Co-op will ideally include a community space that will be home to cooking and education classes. The adjacent parking lot will also be a prime location for farmers markets, seasonal cafe seating, and outdoor live music performances, further activating the vitality of downtown Lombard.

## **Prairie Food Co-op Corporate Structure**

Prairie Food Co-op is organized as a consumer-owned cooperative corporation under Illinois Cooperative Act 805 ILCS and derives capital from its Ownership, the members. Prairie Food Co-op Owners are entitled to vote for directors and to participate in the decision making process for issues concerning the business. Owners are entitled to receive patronage dividends based on their proportionate share of purchases during the year if declared by the Prairie Food Co-op Board. Co-ops are based on the values of self-help, self-responsibility, democracy, equality, equity and solidarity. Co-op Owners believe in the ethical values of honesty, openness, social responsibility and caring for others. Co-ops operate under the principles of voluntary and open membership, democratic member control, owner's economic participation, autonomy and independence, education training and information, cooperation among co-ops and concern for community.

## **Prairie Food Co-op Legal and Business Status**

Prairie Food Co-op is a registered Illinois cooperative. No current food service or retail locations are owned, operated or controlled by Prairie Food Co-op. We have no current commercial location or landlord.

## **Prairie Food Co-op Board of Directors, Owner Volunteers, and Consultants**

Our 11-member Board of Directors and planning team has, collectively, many decades of experience in the food industry. Our team includes the former front end manager of Sugar Beet Food Co-op in Oak Park, the current General Managers of the two local food co-ops, business owners (including several from downtown Lombard), real estate professionals, marketing professionals, attorneys, accountants, IT experts, designers, and writers. Our more than 50 volunteers staff more than 8 committees. In addition, our business plan calls for the hiring of a General Manager with a minimum of 10 years' experience in managing a grocery store, as well as for highly trained and fully competent staff.

### **Experience and Capabilities**

Our larger planning team includes the volunteers and consultants listed below, followed by the group of people who will be directly involved with launching Prairie Food Co-op's day-to-day operations.

*BOARD OFFICERS and DIRECTORS:* Prairie Food Co-op's board is an all-volunteer working board which meets in person monthly, but maintains daily contact through Google project management and Nationbuilder CRM/CMS software. The board holds legal and fiduciary responsibility for the co-op and supervises the working committees and network of non-board volunteers. As a working board, each member contributes an average of 8-12 hours per week to Prairie Food Co-op.

- **Kathy Nash, Board President:** *Project Management; Site team; IT team, Administration.* Kathy is a Senior Software Engineer at University of Illinois. As a Senior Engineer, Kathy helped develop a Software Development Life Cycle that is used by project managers to more efficiently design and develop software solutions. Kathy has also served as Project Manager for several large-scale cross-campus software development projects.
- **Stephanie Eby, Vice President:** *Ownership and Outreach team; Capital Campaign Planning team.* Stephanie is the Office Manager for Montessori Academy in Glen Ellyn where she also oversees Budgeting and Marketing.
- **Tom Lamberty, Treasurer:** *Finance team; Capital team.* Tom is the Director of ERP Development at Metra. Tom has more than 3 decades of work in accounting and finance as well as a lifetime of experience as a member of various cooperatives – bookstore and grocery store while in college and graduate school, a housing co-op as an adult, and 2 energy co-ops in Wisconsin.
- **Theresa Giambrone, Secretary:** *Election Committee; Finance team.* Theresa is a Senior Staff Accountant with Office Max. In college, Theresa was Vice President of the Student Governing Association for 2 terms during which she was an active volunteer with S.I.F.E.

While participating with S.I.F.E. (Students in Free Enterprise), Theresa helped to aid co-ops internationally.

- **Emmarie Burger**, *GM Hiring Committee; HR team*. Emmarie has been a manager with McMaster Carr Supply Co. for over 30 years. Emmarie helped create the popular and successful Glen Ellyn Backyard BBQ (GEBYBBQ,) where 100% of proceeds are donated to Bridge Communities. In only 10 years, the GEBYBBQ has grown from a small block party to a much-anticipated annual event drawing thousands of attendees to Glen Ellyn.
- **Jessica Buttimer**, *Capital Campaign Planning team; IT team*. Jessica is a Research Consultant for Gfk. Jessica designed websites for Abraham Lincoln PTA and The Gardenworks Project, and helps with communication and fundraising for both organizations. In 2017, Jessica helped ensure critical funding was approved via referendum for the Glen Ellyn school district.
- **Michelle Coppedge**, *Finance team; Ownership and Outreach team*. Michelle is the Purchasing Manager for The Cary Company in Addison.
- **Frank Marousek**, *Finance team*. Frank owned and operated his own machining business for over 50 years and brings significant business and finance expertise to his role with Prairie Food Co-op.
- **Angela Mullins**, *Ownership and Outreach team, Administration*. Angela has over 12 years professional experience in sales, marketing, public relations and event management. Angela's has served as a marketing and communications volunteer with the Chicago International Film Festival, Chicago Tribune, and Metromix.
- **Beth Peluse**, *Ownership and Outreach team, Social Media team*. Beth is Marketing Director for 2 boutique, adventure travel companies. She has professional marketing, personnel management and event planning experience.
- **Dan Wimsatt**, *Capital Campaign Planning team*. Dan is a licensed Clinical Social Worker with over 16 years' experience. Dan is an owner of Wiley Street Co-op in Madison, WI and has been involved in housing co-ops for over a decade.

**STAFF:** Prairie Food Co-op has one part-time paid employee.

- **Jeremy Nash**, *Ownership and Outreach Manager*. Jeremy's past employment includes Front End Manager for Sugar Beet Food Co-op (a recently opened food co-op in Oak Park), Bakery Manager at Strawberry Fields Natural Foods, Manager at Standard Market (an uptrend, successful grocery store in Westmont), and over 20 years' experience in the food industry working in restaurants as a chef, server, and front of house manager. Within the food cooperative community, Jeremy is nationally recognized as a highly effective Outreach Coordinator and has shared his expertise at several regional and national co-op conferences.

**LEAD VOLUNTEERS:** The following Lead Volunteers represent 8 of the 50+ volunteers who leverage their professional and personal experience:

- **Jimmy Brophy**, *Graphic design*. Jimmy is founder of Off Center Design, a marketing and branding company. Jimmy has over 25 years' experience developing brands and materials for a wide range of clients across all media.
- **Andi Cooper**, *Site team*. Andi is President of Cooper Design Studios, Inc. and Director of Business Development for Conservation Design Forum. Andi also served on the Lombard Planning Commission for 7 years.
- **Julie Johnson**, *Legal team*. Julie is an attorney with Aronberg Goldgehn. In May 2017, Julie was presented with the Alta May Hulett Award by the Chicago Bar Association's Alliance for Women. Julie's work has influenced the Illinois Supreme Court in several rulings. Julie participated in the recent effort to modernize the Illinois Cooperative Act.
- **Megan Harte**, *AIA, EDAC, LEED AP, Site team*. Megan is Principal at 845 Design Group, P.C. Megan is also Vice President of AIA Northeast Illinois Chapter.
- **Chuck Lukavasky**, *Finance team, Capital team*. Chuck recently retired after a successful 43 year career in accounting and finance. Chuck spent the last 34 years of his career as the CFO of a mid-sized distribution company.
- **Mark Mockus**, *Site team*. Mark is Associate Principal at The Lamar Johnson Collaborative. Mark is an experienced Retail Center Project Manager and Architect with a 30 year history of successfully delivering complex projects.
- **Tom Nendic**, *Store Planning*. Tom was Manager of the Meat and Deli department at Standard Market in Westmont. Mark created a juice cleanse program at Standard Market that netted the business \$2.7 million over 4 years.
- **Terry Reid**, *Site team*. Terry's experience includes Vice President and Branch Manager for BRH Builders & Constructors and EEI Holding, Inc. and Properties Partner, and previously, a Project Executive, Construction Division Manager, Vice President and Officer responsible for the development and delivery of major and significant projects for Kajima International in The United States, Mexico and South America. Terry was the construction manager for the recently opened Green Top Grocery co-op in Bloomington, Illinois.

**CONSULTANTS:** Prairie Food Co-op has engaged the following consultants with extensive experience in community centered grocery and retail operations, business planning, and marketing to augment the contributions of our Volunteer network:

- **Bill Gessner**: *Finance, pro forma analysis and funding*. Bill is a lead consultant

with CDS Consulting, with over 25 years of experience assisting over 250 co-op expansion projects. His primary focus is assisting food co-ops in the planning and implementation of expansion, relocation, and new store projects.

- **Jacqueline Hannah:** *Marketing; Board governance; funding; administration.* Jacqueline is the Assistant Director of the Food Co-op Initiative. She has 17 years of experience in the natural foods industry, including as general manager of Common Ground Food Co-op, which was the fastest growing retail food co-op in the nation from 2008-2013. Jacqueline holds the Innovation Award for Economic Development Impact by the University of Illinois; in 2014 she was awarded Co-op Executive of the Year by the Illinois Cooperative Council.
- **Nicole Klimek:** *Store Design.* Nicole is Store Planning & Design Consultant at CDS Consulting Co-op. Nicole has over 15 years' experience working with independent retailers and co-ops to create the best design for their project.
- **Don Moffit:** *Business planning.* Don is a consultant at CDS Consulting Co-op specializing in business planning. Don's career spans thirty years of leadership in multiple business environments, including retail store operations, new store development, and project management. For two decades, he held a number of positions with Whole Foods Market, including president and COO of the southeast region, and in 2000 began advising food industry startups and established businesses. He was project manager for the startup food co-op Durham Central Market. Don currently serves as an elected member of the Durham City Council.
- **Katie Novak:** *Capital Campaign.* Katie was the Outreach Manager for the successful opening of Green Top Grocery (GTG) food co-op in Bloomington, Illinois. Katie helped GTG raise over \$1.5 million in Owner loans. Katie is owner of Katie Novak Cooperative Consulting and provides consulting services to start-up and existing food co-ops across the country.
- **Sean Park:** *Business planning.* Sean is Program Manager at the Illinois Cooperative Development Center (ICDC) as well as Director of Economic Development for the city of Rushville, Illinois. Sean is Adjunct Professor at Spoon River College where he teaches Business Development and Advertising courses.
- **Melanie Reid:** *GM Hiring team.* Melanie has worked in natural food co-ops since 1996. A former general manager and human resource manager at two co-ops, her areas of expertise include fostering organizational culture, improving human resource practices and leadership development.
- **Debbie Suassuna:** *Market Study.* Debbie is the Senior Market Analyst at G2G Research. For over 20 years, she has worked with national and regional supermarket chains to forecast first three year sales for potential new retail stores, performs site analyses utilizing gravity, analog, and/or regression models.
- **Keith Wicks,** *Market Study.* Keith is founder and Principal at Keith Wicks and

Associates, a retail trade consulting business. Keith has over 40 years of store design and retail planning for regional and national chains such as SuperValu, Certco, Fairway Foods, Loblaw, and various regional supermarket chains. Experience includes location analysis, performance forecasting, store design, formatting, pro forma, construction management, operations analysis, budgeting, and business tracking.

## **Prairie Food Co-op Management Plan**

Along with team members and consultants, the following people will be supporting our start-up operations, leveraging their extensive, successful experiences operating co-ops around Chicago and the United States. This group of people will be working on the build-out and launch of Prairie Food Co-op in cooperation with CDS Consulting Co-op experts.

- **Steve Nance** is the GM of Oryana Food Co-op in Traverse City, Michigan. Oryana opened in 1973 and is now a \$16 million cooperative business serving Traverse City and beyond. Steve has been involved in business development for more than 40 years and has overseen the successful growth of Oryana for the past decade.
- **Chris Roland** is the GM of the Sugar Beet Food Co-op in Oak Park and has been employed in the natural food industry since college, which accounts for his extensive knowledge of the co-op culture and experience. Chris has filled almost every available co-op position including finance manager, produce manager, interim GM, deli manager and several more. Before Sugar Beet, Chris served for three years as the GM at Sierra Vista Co-op in Arizona. During that time, he took Sierra Vista to financial success and almost completely eradicated their debt, allowing them to consider expansion.

This group of people will also oversee the hiring of key management personnel, which will take place prior to beginning the build-out of the 101-109 S Main site.

## **Prairie Food Co-op Staff**

### *Management*

The Prairie Food Co-op Board of Directors will hire a General Manager to oversee all aspects of the business. The General Manager is effectively the CEO reporting to the Board, and will have complete responsibility for operating the business.

The Board plans to conduct a national search and interview General Manager candidates with broad retail food store management experience. Most key management positions are expected to be filled by employees with previous retail food co-op experience. The General Manager is expected to be in place *no later than* 6 months prior to store opening.



The senior management team will also include a finance manager. Department managers will include grocery, wellness, meat, produce, and prepared foods. We will offer a competitive wage and benefit package including vacation and health care coverage for all full time employees.

### *Labor Force*

Prairie Food Co-op will employ approximately 50 employees, with a mix of full and part time staff. Prairie Food Co-op expects to source a majority of the staff from within the region. A starting wage of approximately \$9.00 per hour plus benefits for entry level staff is expected to attract a number of quality applicants for each position.

### **Prairie Food Co-op Partners with the Growing Co-op Community**

Prairie Food Co-op is a founding member of the Chicagoland Food Co-op Coalition (CFCC), which we formed with Logan Square food co-op The Dill Pickle, and Oak Park food co-op The Sugar Beet, as well as startups in Ravenswood, Rogers Park, Elgin and Batavia. Importantly, unlike traditional grocery stores, we are not a competitor against these markets -- we will be collaborators advancing Chicagoland's co-op grocery community together. Future plans include cooperating with local co-ops for food distribution, sharing administrative resources such as human resources and accounting, and building strength in purchasing power, marketing and business development and growth.

### **Prairie Food Co-op's Financial Plan: Informed by rigorous market analysis.**

Shortly after Prairie Food Co-op's first board was elected, we invested in two major efforts that have informed our financial plan. First, we hired G2G Research to perform extensive modeling to assess the viability of Prairie Food Co-op. G2G Research performs market and sales analysis for grocery stores using Locus Pro and Synergies Technologies datasets to compile spending patterns, population statistics, consumer research and historical performance information. Using this data, the study considered grocery stores most similar to Prairie Food Co-op in size, demographics and other market factors. To ensure sales projections also factored in local competition, the study also reviewed all stores in Prairie Food Co-op's sales area that sell groceries.

Next, Prairie Food Co-op hired Bill Gessner of CDS Consulting Co-op to complete our pro forma. CDS Consulting Co-op supports cooperative businesses and helps them to meet their goals as strong marketplace competitors whose success is predicated on ethical business practices. Bill is CDS Consulting's lead consultant, with more than 25 years of experience focusing on the planning and implementation of more than 250 co-op projects. The pro forma he produced is based on projections from the market study, estimates from local contractors, architects, designers, and consultants, as well as data drawn from the Combined Cooperative Financial Statements (CoCoFiSt) database, which encompasses a vast history of financial performance data from across the grocery cooperative sector. As in the market study, care was taken to use the data from stores that were most analogous to Prairie Food Co-op. As much as possible, the

data shown and the analysis presented represents a view of the finances of the cooperative that skew conservative, to allow a realistic potential to meet or exceed the projections.

Lastly, after learning about the 101-109 S. Main development opportunity, Prairie Food Co-op hired Keith Wicks to conduct an additional market feasibility study to assess the viability of that site. Keith Wicks has over 40 years' experience creating market studies for national, regional, and local grocery stores. The Board was interested to compare the market study results with those of G2G Research to ensure that sales forecasts were as accurate as possible. We were also interested to learn how the rapidly changing retail grocery market affects our sales potential. The results of both the G2G Research and Keith Wicks market study were similar and provided additional reassurance on the accuracy of the sales projections and the viability of our project.

#### Business Analysis

- \$4.1 million first year revenue
- Up to \$7 million in annual revenue by year 5, and \$9.4 million by year 10
- Population: 75,000 in trade area
- 0 competitors within a 1 mile radius
- The target market presents significant retail food potential per urban population density, middle- to higher-income households and distant competitive structure.

As a registered Illinois cooperative corporation, our funding is provided in part by our Owners and in part by funding institutions. Our business plan calls for raising \$4 million through the following channels:

- \$300,000 through Owner Equity
- \$1.5 million through a combination of Owner Loans and Preferred Share sales
- \$1.5 - \$2 million in bank financing - depending on availability of TIF funds
- \$500,000 in potential TIF funding and Economic Incentive Programs

Bank financing is expected to be provided by:

- National Cooperative Bank
- Chicago Community Loan Fund
- Shared Capital Cooperative
- West Suburban Bank

The study performed by Keith Wicks and CDS Consulting led to our financial statements, presented below.

## Financial Statements

**Table 1: Sources and Uses Budget**

SOURCES	
Benefits, Donations & Co-op Grants	\$50,000
Owner Equity	\$300,000
Owner Loans & Preferred Shares	\$500,000
Preferred Share Sales	\$1,000,000
Total Owners Contribution	\$1,850,000
TIF Grant	\$70,000
Co-op/CDF Loan Fund	\$800,000
Landlord Contribution	\$262,500
Total Subordinated Debt	\$1,132,500
Bank Debt	\$1,160,110
<b>Total Sources</b>	<b>\$4,142,610</b>

USES	
Leasehold Improvements	\$1,050,000
Equipment	\$945,000
Inventory	\$328,000
Fees	\$232,300
Start-up promotion	\$25,649
Start-up staffing	\$169,497
Operating/Admin prior to opening	\$150,000
Holding/Site Costs	\$52,500
Interest during project	\$33,688
Working Capital allowance	\$615,576
Overrun Allocation	\$540,400
<b>Total Uses</b>	<b>\$4,142,610</b>

**Financing:** As shown in the Sources and Uses budget (Table 1, above), current fundraising plans call for accumulating approximately \$4 million from a combination of sources. Sales of equity shares to Owners will account for approximately \$300,000 and Owner loans and Preferred Share sales will account for approximately \$1.5 million. The Owner loans range in term from 5 to 10 years with interest rates from 0% to 4%. The co-op will not begin securing Owner loans until after a lease is signed, but already has full Board commitment. The co-op expects to raise up to \$120K in co-op grants, TIF, and donations, subtotaling approximately \$1.9 million from Owner and community contributions.

First position financing of \$1.2 million is expected to be from NCB. Major expenses include approximately \$1 million for leasehold improvements, approximately \$945,000 for equipment, and \$328,000 for store inventory. Budget plans include a contingency for cost overruns and an allowance for working capital.

**Sales Projection Reduction:** The projected sales volumes for Prairie Food Co-op are 20% lower than the market study forecasts. This reflects conservative financial planning and because it will take the co-op several years to reach maturity as a business. However, the ability of key management to attract new customers and promote sales can speed up the rate of sales growth.

**Gross and Operating Margins:** As shown in the Income Statement (Table 2), first-year gross margins are estimated to be 36%, moving to 36.5% in year two and 37.5% in year three and beyond. These reflect national food co-op industry average of 38%. Operating expenses as a percentage of gross sales begin at 56% reflecting increased startup promotions, staffing, and consulting and drops, over the next five years, to a stabilized rate of about 35%.

**Profit Potential and Durability:** Grocery cooperatives, although operating with relatively slim margins, can develop significant profit potential through sales volume. Prairie Food Co-op is projecting tapering losses in its first few years, with modest profits growing from \$242,000 in year 8 and steady profit growth thereafter. Many factors affect long-term profit durability but cooperatives have shown, with strong management and governance, the ability to yield steady, modest profit as a sustainable long-term business.

**Fixed, Variable and Semi-variable Costs:** Cost of Goods Sold is always the largest cost category starting at 64% of gross sales and stabilizing at 62% as volume grows and selection is refined for Prairie Food Co-op’s customer base. As shown in Table 2, Personnel is next, starting at 26% and stabilizing at 22.5% by year three. Occupancy is third, beginning at 6.5% due to initial depreciation/amortization but dropping to below 5%. Operating, Administrative, Governance and Promotion expenses are the remainder of the costs.

**Table 2: Income Statement**

INCOME STATEMENT	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5	YEAR 6	YEAR 7	YEAR 8
<b>INCOME</b>								
<b>GROSS SALES**</b>	\$4,103,840	\$5,006,685	\$6,008,022	\$6,488,664	\$7,007,757	\$7,428,222	\$7,873,915	\$8,346,350
<b>GROSS MARGIN</b>	\$1,477,382	\$1,827,440	\$2,253,008	\$2,433,249	\$2,627,909	\$2,785,583	\$2,952,718	\$3,129,881
<b>EXPENSES</b>								
Total Personnel Costs	\$1,066,998	\$1,201,604	\$1,351,805	\$1,459,949	\$1,576,745	\$1,671,350	\$1,771,631	\$1,877,929
Total Occupancy Expenses	\$876,913	\$539,824	\$549,524	\$560,217	\$580,381	\$594,553	\$609,747	\$453,140
Total Operating Expenses	\$168,721	\$158,170	\$189,130	\$204,056	\$220,171	\$233,251	\$247,112	\$261,801
Total Administrative Expenses	\$104,875	\$110,594	\$88,396	\$93,226	\$99,253	\$104,922	\$110,922	\$117,273
Total Governance/Member Expense	\$13,543	\$16,522	\$19,826	\$21,413	\$23,126	\$24,513	\$25,984	\$27,543
Total Promotional Expenses	\$100,492	\$99,279	\$108,020	\$117,008	\$126,783	\$134,971	\$143,765	\$153,227

TOTAL OPERATING EXPENSES	\$2,331,542	\$2,125,994	\$2,306,702	\$2,455,869	\$2,626,459	\$2,763,559	\$2,909,161	\$2,890,913
INCOME FROM OPERATIONS	(\$854,159)	(\$298,554)	(\$53,694)	(\$22,621)	\$1,450	\$22,024	\$43,557	\$238,968
Total Other Revenues (Expenses) *	\$28,727	\$35,047	\$36,048	\$38,932	\$42,047	\$44,569	\$47,243	\$50,078
Total Interest Expense	\$133,916	\$124,702	\$114,865	\$104,361	\$92,314	\$78,150	\$63,119	\$47,171
PROFIT/(LOSS) BEFORE TAXES	(\$959,349)	(\$388,209)	(\$132,511)	(\$88,050)	(\$48,817)	(\$11,557)	\$27,681	\$241,875
Income Taxes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
PROFIT/(LOSS)	(\$959,349)	(\$388,209)	(\$132,511)	(\$88,050)	(\$48,817)	(\$11,557)	\$27,681	\$241,875

\*\* Gross Sales figures from Market Study reduced by 20%

\* Income from sales tax rebates through Village of Lombard, over 10 year period

**Time to Break Even and to Positive Cash Flow:** As shown in the following Tables, the estimated breakeven point is in the seventh year, with positive cash flow remaining steady starting in the first year. Additional Owner financing may supplant some of the primary financing, which would improve cash flow further. The numbers we show are comparable to other successful cooperative grocery startups.

**Table 3: Balance Sheet**

BALANCE SHEET	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5	YEAR 6	YEAR 7	YEAR 8
<b>ASSETS</b>								
CURRENT ASSETS	\$753,111	\$552,242	\$652,188	\$746,866	\$685,082	\$651,908	\$640,913	\$634,025
FIXED ASSETS	\$2,331,451	\$2,078,753	\$1,837,912	\$1,580,309	\$1,391,801	\$1,143,722	\$900,405	\$834,021
OTHER ASSETS	\$0	\$79,374	\$93,662	\$96,742	\$99,939	\$103,118	\$106,404	\$109,802
<b>TOTAL ASSETS</b>	<b>\$3,084,562</b>	<b>\$2,710,369</b>	<b>\$2,583,762</b>	<b>\$2,423,918</b>	<b>\$2,176,822</b>	<b>\$1,898,747</b>	<b>\$1,647,722</b>	<b>\$1,577,848</b>
<b>LIABILITIES</b>								
CURRENT LIABILITIES	\$330,033	\$375,524	\$423,414	\$527,890	\$563,507	\$595,914	\$630,282	\$666,736
LONG TERM LIABILITIES	\$2,173,878	\$2,022,403	\$1,860,416	\$1,614,146	\$1,340,251	\$1,051,326	\$746,452	\$424,648
<b>TOTAL LIABILITIES</b>	<b>\$2,503,911</b>	<b>\$2,397,927</b>	<b>\$2,283,831</b>	<b>\$2,142,037</b>	<b>\$1,903,758</b>	<b>\$1,647,240</b>	<b>\$1,376,733</b>	<b>\$1,091,384</b>
<b>EQUITY</b>	<b>\$580,651</b>	<b>\$312,442</b>	<b>\$299,931</b>	<b>\$281,881</b>	<b>\$273,064</b>	<b>\$251,507</b>	<b>\$270,989</b>	<b>\$486,464</b>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>\$3,084,562</b>	<b>\$2,710,369</b>	<b>\$2,583,762</b>	<b>\$2,423,918</b>	<b>\$2,176,822</b>	<b>\$1,898,747</b>	<b>\$1,647,722</b>	<b>\$1,577,848</b>

DEBT/EQUITY RATIO	4.31	7.67	7.61	7.60	6.97	6.55	5.08	2.24
DEBT/EQUITY + OWNER								
LOANS RATIO	1.82	2.24	2.08	1.91	1.90	1.90	1.75	1.15

**Table 4: Statement of Cash Flow**

STATEMENT OF CASH FLOWS	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5	YEAR 6	YEAR 7	YEAR 8
Profit (loss)	(\$959,349)	(\$388,209)	(\$132,511)	(\$88,050)	(\$48,817)	(\$11,557)	\$27,681	\$241,875
Depreciation	\$611,082	\$267,698	\$270,841	\$272,603	\$283,508	\$288,079	\$293,317	\$126,384
Interest Expense Add back	\$133,916	\$124,702	\$114,865	\$104,361	\$92,314	\$78,150	\$63,119	\$47,171
Subtotal	(\$214,351)	\$4,191	\$253,195	\$288,914	\$327,004	\$354,672	\$384,118	\$415,430
<b>Changes In Working Capital</b>								
Inventories	(\$9,840)	(\$10,135)	(\$10,439)	(\$10,752)	(\$11,075)	(\$11,407)	(\$11,749)	(\$12,102)
Accounts Payable	\$151,111	\$31,804	\$33,126	\$17,283	\$18,666	\$15,119	\$16,027	\$16,988
Accrued Payroll and Payroll Taxes	\$20,519	\$2,589	\$2,888	\$2,080	\$2,246	\$1,819	\$1,928	\$2,044
Sales Tax Payables	\$4,275	\$940	\$1,043	\$501	\$541	\$438	\$464	\$492
Total	\$166,065	\$25,198	\$26,619	\$9,111	\$10,378	\$5,970	\$6,670	\$7,423
<b>CASH FLOWS FROM OPERATIONS</b>	(\$48,285)	\$29,389	\$279,814	\$298,026	\$337,382	\$360,642	\$390,788	\$422,853
<b>INVESTMENTS</b>								
NCG Joint Liability Fund	\$0	(\$73,367)	(\$13,287)	(\$2,600)	(\$2,678)	(\$2,758)	(\$2,841)	(\$2,926)
NCG Equity	\$0	(\$6,007)	(\$1,001)	(\$481)	(\$519)	(\$420)	(\$446)	(\$472)
Equipment	(\$2,500)	(\$10,000)	(\$15,000)	(\$10,000)	(\$60,000)	(\$25,000)	(\$25,000)	(\$35,000)
Leasehold Improvements	(\$3,500)	(\$5,000)	(\$15,000)	(\$5,000)	(\$35,000)	(\$15,000)	(\$25,000)	(\$25,000)
<b>CASH FLOW FROM INVESTMENTS</b>	(\$6,000)	(\$94,374)	(\$44,288)	(\$18,080)	(\$98,197)	(\$43,178)	(\$53,286)	(\$63,398)
<b>CASH FLOWS FROM EQUITY ACTIVITIES</b>	\$120,000	\$120,000	\$120,000	\$70,000	\$40,000	(\$10,000)	(\$8,200)	(\$26,400)
<b>CASH FLOW BEFORE DEBT SERVICE</b>	\$65,715	\$55,015	\$355,526	\$349,945	\$279,185	\$307,464	\$329,301	\$333,055
<b>DEBT SERVICE (Principal &amp; Interest)</b>								
City/Community Loan	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Bank Debt	(\$154,555)	(\$154,555)	(\$154,555)	(\$154,555)	(\$154,555)	(\$154,555)	(\$154,555)	(\$154,555)
CILF Loans	(\$111,464)	(\$111,464)	(\$111,464)	(\$111,464)	(\$111,464)	(\$111,464)	(\$111,464)	(\$111,464)
Owner Loans	\$0	\$0	\$0	\$0	(\$86,026)	(\$86,026)	(\$86,026)	(\$86,026)
<b>TOTAL DEBT SERVICE</b>	(\$266,019)	(\$266,019)	(\$266,019)	(\$266,019)	(\$352,045)	(\$352,045)	(\$352,045)	(\$352,045)
<b>TOTAL CASH FLOW</b>	(\$200,305)	(\$211,004)	\$89,506	\$83,926	(\$72,860)	(\$44,581)	(\$22,744)	(\$18,990)
<b>BEGINNING CASH</b>	\$615,576	\$415,271	\$204,267	\$293,773	\$377,699	\$304,840	\$260,258	\$237,515
<b>ENDING CASH</b>	\$415,271	\$204,267	\$293,773	\$377,699	\$304,840	\$260,258	\$237,515	\$218,524

**Note on Owners of Prairie Food Co-op:** As a cooperative, Prairie Food Co-op’s Owners are not Owners in the conventional sense. Each Owner is accorded one equal vote in governance matters, and interests do not increase in value. With more than 1,500 Owners anticipated by opening, each Ownership interest will be less than .06% and will continue to decrease in percentage of ownership as additional ownership interests are sold. In addition, pursuant to 805 ILCS 310/23, liability for Owners is “jointly with the association as well as severally, for the debts of the association only to the extent of the amount that may be unpaid upon the share or shares held by him.”

### **Economic Impact: Injecting millions of dollars into the Lombard Community**

The Co-op will be a destination business for the community. Our market study indicates constituents from Glen Ellyn, Oakbrook, Oakbrook Terrace, Villa Park, Elmhurst, Downers Grove, Wheaton, and beyond will visit Lombard for our locally grown, sustainably produced products, healthy grocery items, and unprecedented commitment to transparency and education.

Prairie Food Co-op will inject sales of more than \$4 million into Lombard’s local economy in its first year. The benefits of co-ops to their local communities are well-documented. According to [this](#) 2013 report from the National Cooperative Grocers Association, the average co-op:

- Generates \$1,604 in the local economy for every \$1,000 spent by shoppers. Using this estimate, Prairie Food Co-op is expected to generate \$6.5 million in local economic impact in its first year of operation and over \$110 million in local economic activity over a 10 year period (based on sales projections)
- Purchases from 51 local farms and 106 local product producers
- Donates three times more of their profits to charity than conventional grocery stores

The economic impact of Prairie Food Co-op specifically is outlined below.

- Over a 10 year period, it is estimated that Prairie Food Co-op will pay approximately:
  - \$273,000 sales tax to Lombard, after Sales Tax Incentive reimbursement
  - \$1,127,817 sales tax from additional Lombard sales (using 1.6 economic multiplier)
  - \$550,000 property taxes to Lombard
- The co-op expects to create 50 quality jobs in its first year of operation, and over 80 jobs at maturity.
- The presence of the co-op is expected to increase property values in the adjacent community as well as the downtown corridor, in addition to retaining and attracting additional commercial business to downtown and other key economic corridors.

As an active, engaged, community-focused organization partnering with deep-rooted community organizations and attracting shoppers from across the region, Prairie Food Co-op’s presence at 101-109 S. Main is a long-term and valuable investment in the economic growth and cultural vitality of the surrounding neighborhood and downtown corridor.

## **Economic Incentive Proposal**

### **Justification**

With Prairie Food Co-op at 101-109 S. Main, Downtown Lombard will gain a substantial anchor retail business that can take downtown's identity, character and activity to another level, with increasing daily destination traffic and adding to community culture and socializing. As mentioned in the section above, Prairie Food Co-op will inject millions of dollars into the Lombard community.

1. Property has remained vacant since 2007, or eleven (11) years
2. The Co-op is expected to create job opportunities within the Village
3. The Co-op will serve to further the development of adjacent areas
4. Without this Agreement, the project would not be possible
5. The Co-op will strengthen the commercial sector of the Village
6. The Co-op will enhance the tax base of the Village
7. According to the downtown revitalization guidebook, 101 - 109 S Main "offers the most significant development potential in the downtown" and the "long term development opportunity for this site is a commercial building."
8. The downtown revitalization guidebook specifically recommends a "fresh market grocery" to "provide a local food market option for downtown Lombard."
9. As a cooperative business, all revenue generated by the Co-op must be either re-invested in the business to better serve the community or paid back to the Co-ops 800+ Owners as dividends. The Co-op exists to serve the community, not to make a profit for any small group of individuals.

### **TIF Proposal**

The 101-109 S. Main site "offers the most significant development potential in the downtown" according to the 2011 Lombard Downtown Revitalization Project Guidebook. Prairie Food Co-op will help the Village achieve its goal of revitalization of downtown Lombard by serving as a prominent retail anchor.

The most significant challenge faced by a full service grocery store operator is the high cost of interior build-out, assumed to be \$100 per square foot. This does not include store fixtures or equipment, which have been projected at an additional \$945,000, or \$90 per square foot. Overall project costs, as outlined in Sources and Uses, will be approximately \$4 million. This requires raising significant capital, potentially in the form of Tax Increment Financing funds and economic incentives, as well as other significant capital contributions and/or debt financing. At least \$1.9 million of the required capital will come from investments made by Lombard and nearby residents.

Given the high cost of interior build-out paired with the significant economic activity Prairie Food Co-op expects to generate, the co-op is seeking a TIF grant of \$70K in accordance with Illinois' Tax

Increment Allocation Redevelopment Act, section (q) "Redevelopment project costs". Grant funds will be used for professional services including store design, market study, architectural design and engineering costs, legal fees, job training, and other qualified TIF expenses. This grant helps offset the high upfront costs the Co-op must incur to open a successful retail grocery business. The co-op expects occupancy in late 2019. As such, the TIF award can be divided between 2019 and 2020 so that the co-op receives \$35K in each year.

### **Sales Tax Reimbursement Incentive**

Prairie Food Co-op would like to take advantage of the Sales Tax Reimbursement Incentive available to Lombard businesses. The program prefers that rebates "be established in such a manner that the Village receives at least one-half of the anticipated additional tax generation attributable to the project during the life of the agreement." However, given the high start-up costs required to open a retail grocery store, this incentive would be most useful to the co-op if the Village retains 30 percent of generated sales tax in the first two years of operation, and 40 percent for the remaining agreement (assumed to be 10 years with total rebate capped at \$500K). This allows the co-op to more quickly grow the business and meet the needs of our community. Using projected sales revenue, the total value of this incentive is approximately \$430,000, and capped at \$500,000.

### **Precedence**

The vast majority of retail grocers receive funding from their City, regional local food initiatives, and/or the USDA. This is due to the fact that co-ops generate significant economic activity in their community and support local and regional food systems. Below are a few examples from recently opened or expanded food co-ops in our region.

- Sugar Beet Food Co-op in Oak Park received a \$250K TIF grant and \$250 line of credit for a 5,000 square foot store. The \$250K TIF grant was contingent on the co-op raising \$800,000 from its 500 members, which the co-op did.
- Green Top Grocery, recently opened in Bloomington, Illinois, received a \$500K economic incentive package that includes sales and property tax abatement. Their store is 10,000 square feet and is part of a larger commercial development project.
- The Village approved a \$3 million economic incentive program for Mariano's. That program includes both property and sales tax reimbursement incentives. Total project cost was estimated at \$25 million. The approved incentive package represents 12% of the total project costs. The Co-op's total TIF request plus Sales Tax Incentive Program represents 12% of the Co-op's expected project costs.

Prairie Food Co-op representatives, along with national food co-op consultant Jacqueline Hannah, meet with Village staff in 2016 to informally request up to \$500,000 in assistance, over a 10-year

period, and Village staff were agreeable. The total requested in this proposal via Sales Tax Reimbursements and TIF funds is approximately \$500,000 and is in line with assistance provided to other recently opened Illinois food co-ops. It is also in line with assistance provided to other retail grocers recently opened in Lombard.

### **Governed by the Community, for the Community**

Prairie Food Co-op is more than a full-service grocery store; it is a co-op owned by many of the people who shop there. Anyone who wishes can purchase a share to become an Owner, with full owner rights and responsibilities, including a vote at yearly elections for board members, an opportunity to run for a board position, many opportunities to volunteer and otherwise participate in the decision-making and operations of the store, and dividends at the end of years in which the co-op is profitable.

As a co-operative business, Prairie Food Co-op is by its very nature local and of the community. It will serve as an economic engine in the community not only through employment opportunities but as a destination that will draw more spending dollars to Lombard as a whole. Further, the profits of the store stay local:

- Employees are hired locally and paid competitively with benefits
- Profits are driven back into the co-op to improve and expand
- Local employees drive local economies, with spending blossoming outwards through Lombard
- Profits above expenses and business planning are distributed to Owners as patronage refunds.
- Unlike a national retailer there is no faraway corporate headquarters somewhere else needing to be fed by the store's proceeds or short-term shareholder returns that need to be maximized.

The store at this location will serve as a locus for the thousands of people walking by, using Metra, and visiting the Medical Centers on Main Street. It will be a hub of activity by providing an opportunity to shop for drinks, snacks, and lunches for those on the way to work and meals and grocery shopping for those on the way home—as well as a café to sit and relax and watch the neighborhood pass by.

Building Prairie Food Co-op at 101-109 S. Main will add a valuable amenity that complements and enhances downtown Lombard as well as a destination location for shoppers from across the area who will come to Lombard for their groceries and to take part in co-op activities.

## VILLAGE OBJECTIVES

- A. **QUALITY DESIGN-** We have included examples of potential representative architecture in the section entitled “**Representative & Precedent Architecture.**” Our development team intends to work in collaboration with The Village of Lombard and other project stakeholders to further develop the architectural theme of the project. Our objective for Lilac Station will be to establish a new architectural standard for the community while retaining many familiar design features and architectural details which will create a timeless connection to the existing fabric of the downtown.
- B. **URBAN PLANNING-** Lilac Station will maintain the downtown planning features established for Downtown Lombard by positioning the building to the edge of the urban sidewalks along Main Street and Parkside Avenue. The development will transition to lower scale residential neighborhoods to the east, and lower density commercial to the South.
- C. **COMPLIMENTARY PLANNING-** A primary objective in complimentary planning will be respecting residential to the east. Careful landscape design will screen the development from adjacent residential properties to the east.
- D. **STREETSCAPE-** Lilac Station will include an urban streetscape along Main and Parkside Ave including gracious sidewalks, benches, and street trees to soften and enhance the pedestrian experience.
- E. **GATEWAY AREAS-** Unified planning of key gateway pedestrian public spaces at the corner of Main and Parkside Avenue and also at the Main Street entrance to the Prairie Food Co-Op grocery/market will provide important public gathering spaces for the benefit of both new residents of the downtown and existing residents throughout the Village. These gateway areas will include brick paving, seating areas, plantings and gathering spaces.
- F. **PARKING-** As proposed, the Lilac Station development includes separate parking areas for the residential portion of the building and grocery/market use. The Grocery/market use includes 75 parking spaces while the residential component includes 150 enclosed parking spaces within the building.

It is important to note that parking within the development will not be included as part of the leases for the apartments. An additional monthly fee will be charged to any tenant desiring to park within the enclosed garage. In addition, bike

storage will be provided within the garage at no charge to tenants. All 150 enclosed parking spaces will be available only to residents of the building. In addition, we intend to work with the Village of Lombard to obtain three on-street parking spaces reserved for car sharing vehicles offered by firms such as "Zip Car" for benefit of residents who only require vehicle transportation on an occasional basis.

Based upon the above described parking program we believe that the 150 space enclosed garage (ratio of 1.25 parking spaces per dwelling unit) is the correct amount of parking for this Transit Oriented Development (TOD). By definition, a TOD is a development that has mixed uses integrated within a walkable neighborhood and located within close proximity of public transportation. Parking demand/requirements at a TOD development are much lower than the parking demand of developments that are not located close to public transportation.

Based upon recent Census data, as well as on an analysis prepared by the *Center for Transit Oriented Development*, vehicle ownership in similar Chicago area suburban communities within ¼ mile of a commuter train station exhibit the following auto ownership characteristics:

- Auto ownership of rental households within ¼ mile of train station = 1.05 vehicles
- Households within ¼ mile of train station that have one or no vehicle at all = 50.59%

In an analysis conducted by our traffic engineer KLOA addressing similar suburban Chicago communities located in close proximity to train stations, the peak parking demand for residential apartment buildings ranged from 0.90 to 1.05 spaces per dwelling unit with an average peak parking demand of 0.95 parking spaces per unit. All of this available data validates the conclusion that TOD developments do have lower parking demands than developments located farther away from public transportation.

G. **SUSTAINABLE DESIGN**- Lilac Station will enhance the sustainability of the downtown area by providing easy pedestrian access in a walkable, urban living community with on-site grocery/market, easy access to community park space, downtown restaurants and services and train service to the city. A variety of sustainable design features and environmental best practices will be incorporated within the architectural planning for the project.

H. **STORMWATER MANAGEMENT**- Professional Engineering design features will meet or exceed the requirements for storm water management. See attached correspondence from our Civil Engineering team member which describes the design intent.

- I. **GROUND FLOOR TENANCIES-** Important ground floor spaces will be occupied by the Prairie Food Co-Op providing an inviting grocery/market shopping experience as well as a convenient coffee shop and public gathering spaces. Each of these ground floor tenancies will include adjacent gateway public gathering spaces along Main Street. In addition, Lilac Station will include an active and vibrant lobby space adjacent to the corner of Main Street and Parkside Avenue which will enhance the pedestrian environment and urban streetscape.



## VILLAGE OF LOMBARD PARTICIPATION

### A. Sale/Purchase Price

- a. Based on similar projects and recent transactions, Holladay values the underlying land in the \$1,200,000 to \$1,500,000 range. This value range is consistent with land cost per unit metrics (\$10,000 - \$12,500 land cost per unit), as experienced in other similar projects, including Burlington Station in Downers Grove.

If the project were to fully exclude the Prairie Food Co-Op Grocery, then the development it could support a land price of up to \$1.5MM, however the Prairie Food Co-Op must be subsidized by the balance of the project. To successfully incorporate the Prairie Food Co-Op grocery, the Holladay is proposing two options for the land purchase:

Option 1: Land purchase price of \$750,000, paid in equal annual installments of \$75,000 over ten years.

Option 2: Land purchase price of \$350,000, paid up front at closing.

### B. Incentives

- a. Holladay anticipates utilizing TIF to make the project economically feasible. Holladay anticipates the first year of fully assessed property taxes to exceed \$250,000 per year. Due to the limited life remaining in the TIF (2023 expiration), it does not appear to be economically feasible to issue a TIF bond in order to support the project. As a result, Holladay is requesting an **annual TIF rebate of \$150,000** in order assist the project in meeting minimum debt service coverage ratios (1.2X DSC) required by lenders.

Depending on timing of full assessment of the project following its completion, it is anticipated that this value to the project is as follows:

2020: \$75,000 rebate

2021: \$150,000 rebate

2022: \$150,000 rebate

2023: \$150,000 rebate

Total: \$525,000 total possible rebate.

It is important to note that we anticipate there to be additional increment generated beyond the amount of \$150,000 per year, therefore this project will further support the existing TIF for all taxes generated in excess of \$150,000 annually.

The project also assumes that Lilac Station will also pay 100% of associated taxes, with no rebate, beyond the expiration of the TIF in 2023, which are anticipated to be upwards of \$300,000 per year by 2024.

**C. Sales Tax Rebate Incentive**

- a. Prairie Food Co-Op details its request utilizing the Sales Tax Rebate Incentive available to Lombard business in its contained submittal. Holladay supports this request, which proposes the Village retain 30% of generated sales tax in Years 1 & 2, increased to a 40% share for the remainder of its agreement (assumed to be 10 years), which a total rebate cap of \$500,000. Please reference enclosed Prairie Food Coop submittal and associated request for sales tax rebate.

**D. Remediation**

- a. Upon successful selection as developer of choice for the project, Holladay will review available reports related to subsurface and soil investigation. It should be noted that Tim Healy, the COO of Holladay Properties, has extensive experience in remediation and contaminated clean-up, and the potential for clean-up efforts is not considered to be problematic at this time.

**E. Best Deal Provisions**

- a. Holladay Properties acknowledges the Village of Lombard's intent to identify the "best deal", and acknowledges that financial discussions pertaining to the land purchase may occur following the conclusion of the RFP process. Additionally, Holladay reviewed the Village's Economic Incentive Policy in conjunction with its review of the "best deal" provision.