CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:					
RLP III Pulaski 55 Owner, LLC, a Delaware limited liability company					
Check ONE of the following three boxes:					
"Matter"), a direct or name: OR	ant ity currently holding to the contract interest in ity with a direct or	ng, or anticipat aking to which excess of 7.5%	ed to hold with this EDS pert in the Application	hin six months after City action on tains (referred to below as the cant. State the Applicant's legal ne Applicant (see Section II(B)(1)) is a right of control:	
B. Business address	of the Disclosing I	-	Colonnade B Antonio, Texa	lvd., Suite 600 s 78230	
C. Telephone: (210)	641-8400 Fa	x: <u>N</u> /	<u>A</u> E	mail: luke.stephens@affiniuscapital.com	
D. Name of contact p	person: Luke	Stephens			
E. Federal Employer	Identification No.	(if you have o	ne):	N/A	
property, if applicable	e):			ed at 4510 W. Ann Lurie Place,	
G. Which City agenc	y or department is	requesting this	EDS?Depart	ment of Planning and Development	
If the Matter is a cont complete the following	_	l by the City's l	Department of	Procurement Services, please	
Specification #	N/A	and C	ontract #	N/A	
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

 Indicate the nature of the Disclosing Pare [] Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust 2. For legal entities, the state (or foreign count	ty: [X] Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify) ry) of incorporation or organization, if applicable:
Delaware	
3. For legal entities not organized in the State obusiness in the State of Illinois as a foreign entities.	of Illinois: Has the organization registered to do ty?
[X] Yes [] No	[] Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEGA	L ENTITY:
the entity; (ii) for not-for-profit corporations, are no such members, write "no members which similar entities, the trustee, executor, administrational limited partnerships, limited liability comparison."	dicable, of: (i) all executive officers and all directors of all members, if any, which are legal entities (if there is are legal entities"); (iii) for trusts, estates or other eator, or similarly situated party; (iv) for general or nies, limited liability partnerships or joint ventures, ger or any other person or legal entity that directly or of the Applicant.
NOTE: Each legal entity listed below must sub	mit an EDS on its own behalf.
Name RLP III Pulaski 55 Investor, LLC, a Delaware I	Title imited liability company Managing Member
-	ncerning each person or legal entity having a direct or onths after City action) beneficial interest (including

ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a

corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

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Name	Business Address	Percentage Ir	nterest in the	Applicant
See Attached				
SECTION III I OFFICIALS	NCOME OR COMPENSATION	N TO, OR OWNERSH	IIP BY, CIT	Y ELECTE
	Party provided any income or conreceding the date of this EDS?	npensation to any City (elected offici	al during the [X] No
	g Party reasonably expect to provi ring the 12-month period following	-		ny City [X] No
•	f the above, please identify below to the above, and the above, please identify below to the above, and the above identified the above identified to t	the name(s) of such City	v elected offi	cial(s) and
inquiry, any City e	ted official or, to the best of the Di lected official's spouse or domestic ne Municipal Code of Chicago ("M [X] No	c partner, have a financi	ial interest (a	
	ntify below the name(s) of such Ciribe the financial interest(s).	ity elected official(s) an	d/or spouse(s)/domestic

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

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

Name	Business Address	Percentage Interest in the Applicant
US Real Estate Limited Partnership	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	11.87% (indirect)
Guadalupe Partners, LP	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	11.87% (indirect)
Nationwide Mutual Insurance Company	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	28.5% (indirect)
Nationwide Life Insurance Company	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	20.19% (indirect)
Nationwide Life & Annuity Insurance Company	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	15.44% (indirect)
Teacher Retirement System of Texas	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	11.87% (indirect)
US Regional Logistics Program III, L.P.	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	95% (indirect)
Guadalupe Investments I, LLC	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	23.75% (indirect)
RLP III Pulaski 55 Investor, LLC	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	95% (direct)

Name (indicate whether retained or anticipated to be retained) See Attached	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.	
(Add sheets if necessary)				
[] Check here if the Disc	closing Party	y has not retained, nor expects to re	tain, any such persons or entitie	
SECTION V CERTII	FICATION	\mathbf{S}		
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE		
	•	antial owners of business entities th I support obligations throughout the	-	
- I	•	ectly owns 10% or more of the Disc tions by any Illinois court of compe	•	
[] Yes [X] No [] No person directly or indirectly owns 10% or more of the Disclosing Party.				
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and	
[] Yes				
B. FURTHER CERTIFIC	CATIONS			

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

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fecs (indicated whether paid or estimate)
Liston & Tsantilis, P.C. [Retained]	33 North LaSalle Street, 28th Floor Chicago, IL 60602	Attorney	\$30,000 (Est.)
DLA Piper LLP [Retained]	444 West Lake Street Suite 90 Chicago, IL 60606	Attorney	\$40,000 (Est)
Roux Associates, Inc. [Retained]	1200 Harger Road, Suite 800 Oak Brook, IL 60523	Air Quality Impact Statement	\$30,000 (Est.)
Kening, Lindgren, O'Hara, Aboona, Inc. (KLOA) [Retained]	9575 W. Higgins Road, Suite 400 Rosemont, IL 60018	Traffic Study	\$10,000 (Est.)
Cornerstone Architects Ltd. [Retained]	1152 Spring Lake Dr Itasca, IL 60143	Architect	\$40,000 (Est.)

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

Cer	If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further tifications), the Disclosing Party must explain below: N/A
	ne letters "NA," the word "None," or no response appears on the lines above, it will be conclusively sumed that the Disclosing Party certified to the above statements.
mor of C	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a applete list of all current employees of the Disclosing Party who were, at any time during the 12-nth period preceding the date of this EDS, an employee, or elected or appointed official, of the City Chicago (if none, indicate with "N/A" or "none"). N/A
the office mad the office "normal"	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a aplete list of all gifts that the Disclosing Party has given or caused to be given, at any time during 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed cial, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything le generally available to City employees or to the general public, or (ii) food or drink provided in course of official City business and having a retail value of less than \$25 per recipient, or (iii) a tical contribution otherwise duly reported as required by law (if none, indicate with "N/A" or ne"). As to any gift listed below, please also list the name of the City recipient.
C. (CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1. 7	The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not
a	"financial institution" as defined in MCC Section 2-32-455(b).
2. I	f the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
pled	e are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further ge that none of our affiliates is, and none of them will become, a predatory lender as defined in C Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

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

MCC Section 2-32 here (attach addition		because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
N/A		
	the word "None," or no response a med that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICATI	ON REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or term	s defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		he best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
[] Yes	[X] No	
	ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employed other person or ent taxes or assessmen "City Property Sale	ee shall have a financial interest in lity in the purchase of any property ts, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[X] No	·
		mes and business addresses of the City officials fy the nature of the financial interest:
Name N/A	Business Address	Nature of Financial Interest
	Party further certifies that no proh ty official or employee.	ibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

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

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

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

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

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing Party the	Applicant?	
[] Yes	[] No	
If "Yes," answer the three	questions bel	ow:
1. Have you developed at federal regulations? (See	-	ve on file affirmative action programs pursuant to applicable 60-2.)
· ·	the Equal Em	ting Committee, the Director of the Office of Federal Contract aployment Opportunity Commission all reports due under the
[] Yes	[] No	[] Reports not required
3. Have you participated equal opportunity clause? [] Yes	in any previo	us contracts or subcontracts subject to the
		2) ahova mlagga marida an aymlanation:
If you checked 'No to que	estion (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

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

RLP	III Pulaski 55 Owner, LLC	
(Print or ty	pe exact legal name of Disclo	osing Party)
By: Se	ee Attached	
(Sig	gn here)	
(Print or ty	pe name of person signing)	
(Print or ty	pe title of person signing)	
Signed and	I sworn to before me on (date))
at	County,	(state).
Not	ary Public	
Commissic	on expires:	

RLP III PULASKI 55 OWNER, LLC.

a Delaware limited liability company

RLP III Pulaski 55 Investor, LLC, By:

a Delaware limited liability company, its managing member

By: US Regional Logistics Program III, L.P.,

a Delaware limited partnership, its sole member

By: US RLP III GP, LLC,

a Delaware limited liability company, its general partner

By: Affinius Capital Advisors LLC.

a Texas limited liability company, its sole member

By: Affnius Capital LLC,

a Delaware limited liability company, its sole member

Executive Managing Director

STATE OF TEXAS

§ § §

COUNTY OF BEXAR

Personally appeared before me, Mary Ann Santiago... Notary Public, Lange Allen., with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Example Affinius Capital LLC, a Delaware limited liability company, sole member of Affinius Capital Advisors LLC, a Texas limited liability company, sole member of US RLP III GP, LLC, a Delaware limited liability company, general partner of US Regional Logistics Program III, L.P., a Delaware limited partnership, sole member of RLP III PULASKI 55 INVESTOR, LLC, a Delaware limited liability company, managing member of RLP III PULASKI 55 OWNER, LLC, a Delaware limited liability company, and is authorized to execute this instrument.

WITNESS my hand, at office, this 24 day of _

My Commission Expires: 11-4-24

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

which such perso	n is connected; (3) the nam	e and title of such person, (2) the name of the legal entity to me and title of the elected city official or department head to p, and (4) the precise nature of such familial relationship.
[] Yes	[X] No	

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[X] No	
* *	~ · ·	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
	flaw or problen	lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which
N/A		

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of th	e Disclosing Party s	submittir	ng this EDS. Inc	clude d/b/a	/ if applicable:	
RLP III P	ulaski 55 Investor, I	LC, a D	elaware limited	liability co	ompany	
Check ONE of the	following three box	kes:				
thorontract, transact "Matter"), a direct of name: RI OR	cant ity currently holding tion or other underta r indirect interest in LP III Pulaski 55 Ow tity with a direct or	g, or anti aking to excess o vner, LL	cipated to hold which this EDS of 7.5% in the A	pertains (repplicant. S	nonths after City action eferred to below as the state the Applicant's leg licant (see Section II(B) at of control:	al —
B. Business address	of the Disclosing P	arty:	9830 Colonnac San Antonio, T			
C. Telephone: (210) 641-8400 Fax	κ:	N/A	_ Email: lu	ike.stephens@affiniusca	apital.com
D. Name of contact	person: Luke S	tephens				
E. Federal Employe	r Identification No.	(if you h	ave one):	N/A		
property, if applicabl	e):				ject number and location	
G. Which City agend	cy or department is	requestir	ng this EDS?De	partment of	f Planning and Develop	ment
If the Matter is a con complete the following	_	by the C	ity's Departmer	it of Procui	rement Services, please	
Specification #	N/A		and Contract #		N/A	
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [| Person [X] Limited liability company [] Publicly registered business corporation [] Limited liability partnership [] Privately held business corporation [] Joint venture [] Sole proprietorship [] Not-for-profit corporation [] General partnership (Is the not-for-profit corporation also a 501(c)(3))? [] Limited partnership []Yes []No [] Trust [] Other (please specify) 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? [X] No [] Yes Organized in Illinois B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of 1. the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. **NOTE**: Each legal entity listed below must submit an EDS on its own behalf. Name Title US Regional Logistics Program III, L.P., a Delaware limited partnership Sole Member

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

state "None."		
NOTE: Each legal	entity listed below may be require	ed to submit an EDS on its own behalf.
Name See Attached	Business Address	Percentage Interest in the Applicant
SECTION III II	NCOME OR COMPENSATION	N TO, OR OWNERSHIP BY, CITY ELECTED
_	Party provided any income or con eceding the date of this EDS?	npensation to any City elected official during the [] Yes [X] No
	g Party reasonably expect to provi- ing the 12-month period following	de any income or compensation to any City the date of this EDS? [] Yes [X] No
· ·	the above, please identify below t ne or compensation:	he name(s) of such City elected official(s) and
inquiry, any City el		isclosing Party's knowledge after reasonable partner, have a financial interest (as defined in ICC")) in the Disclosing Party?
	ntify below the name(s) of such Ciribe the financial interest(s).	ty elected official(s) and/or spouse(s)/domestic

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

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

Name	Business Address	Percentage Interest in the Applicant
US Real Estate Limited Partnership	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	11.87% (indirect)
Guadalupe Partners, LP	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	11.87% (indirect)
Nationwide Mutual Insurance Company	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	28.5% (indirect)
Nationwide Life Insurance Company	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	20.19% (indirect)
Nationwide Life & Annuity Insurance Company	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	15.44% (indirect)
Teacher Retirement System of Texas	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	11.87% (indirect)
US Regional Logistics Program III, L.P.	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	95% (direct)
Guadalupe Investments I, LLC	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	23.75% (indirect)

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
N/A			
<u> </u>			
(Add sheets if necessary)	,		
[X] Check here if the Disentities.	sclosing Par	ty has not retained, nor expects to r	etain, any such persons or
SECTION V CERTIF	FICATION	\mathbf{S}	
A. COURT-ORDERED	CHILD SUI	PPORT COMPLIANCE	
		antial owners of business entities the support obligations throughout the	-
arrearage on any child sup	pport obliga	ectly owns 10% or more of the Disc tions by any Illinois court of compe irectly or indirectly owns 10% or m	tent jurisdiction?
If "Yes," has the person entire is the person in compliance		a court-approved agreement for pay agreement?	ment of all support owed and
[] Yes			
B. FURTHER CERTIFIC	CATIONS		

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

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

	If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further rtifications), the Disclosing Party must explain below: N/A
	the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively esumed that the Disclosing Party certified to the above statements.
cor	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a uplete list of all current employees of the Disclosing Party who were, at any time during the 12-onth period preceding the date of this EDS, an employee, or elected or appointed official, of the City Chicago (if none, indicate with "N/A" or "none"). N/A
cor the off ma the pol	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a mplete list of all gifts that the Disclosing Party has given or caused to be given, at any time during 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed icial, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything de generally available to City employees or to the general public, or (ii) food or drink provided in course of official City business and having a retail value of less than \$25 per recipient, or (iii) a itical contribution otherwise duly reported as required by law (if none, indicate with "N/A" or one"). As to any gift listed below, please also list the name of the City recipient.
C.	CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1.	The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not
	a "financial institution" as defined in MCC Section 2-32-455(b).
2.	If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"W	e are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further

pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

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

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

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MCC Section 2-32	•	necause it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
	the word "None," or no response a med that the Disclosing Party certif	ppears on the lines above, it will be field to the above statements.
D. CERTIFICATI	ON REGARDING FINANCIAL II	NTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		ne best of the Disclosing Party's knowledge of the City have a financial interest in his or natity in the Matter?
[] Yes	[X] No	
	ecked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to	o Items D(2) and D(3). If you checked "No" Part E.
official or employed other person or ent taxes or assessment "City Property Sale	ee shall have a financial interest in he ity in the purchase of any property its, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain to meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[X] No	
_	· · · · ·	mes and business addresses of the City officials fy the nature of the financial interest:
Name N/A	Business Address	Nature of Financial Interest
_	g Party further certifies that no proh ty official or employee.	ibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X_1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not

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

1. List below the names of all persons or entities registered under the federal Lobbying

A. CERTIFICATION REGARDING LOBBYING

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

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

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

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

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing Party	the Applicant?	
[] Yes	[] No	
If "Yes," answer the th	ree questions be	elow:
1. Have you develope federal regulations? (S	See 41 CFR Part	ave on file affirmative action programs pursuant to applicable t 60-2.)
•	, or the Equal Er	orting Committee, the Director of the Office of Federal Contrac imployment Opportunity Commission all reports due under the
[] Yes	[] No	[] Reports not required
equal opportunity clau	se?	ous contracts or subcontracts subject to the
[] Yes	[] No	
If you checked "No" to	question (1) or	(2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

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

]	RLP III Pulaski 55 Investor, LLC		
(Print	or type exact legal name of Disclosi	ng Party)	
By:	Sec Attached		
	(Sign here)		
(Print	or type name of person signing)		
(Print	or type title of person signing)		
Signed	d and sworn to before me on (date) _		:
at	County,	(state).	
	Notary Public		
Comm	ission expires:		

RLP III PULASKI 55 INVESTOR, LLC,

a Delaware limited liability company

By: US Regional Logistics Program III, L.P.,

a Delaware limited partnership, its sole member

By: US RLP III GP, LLC,

a Delaware limited liability company, its general partner

By: Affinius Capital Advisors LLC,

a Texas limited liability company, its sole member

By: Affnius Capital LLQ

a Delaware limited liability company, its sole member

ame: I ANGE AL

Title: Executive Managing Director

STATE OF TEXAS

\$ §

COUNTY OF BEXAR

Personally appeared before me, Mary Ann Sontiago, Notary Public, Lange Aller, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Executed Maraging Div. of Affinius Capital LLC, a Delaware limited liability company, sole member of Affinius Capital Advisors LLC, a Texas limited liability company, sole member of US RLP III GP, LLC, a Delaware limited liability company, general partner of US Regional Logistics Program III, L.P., a Delaware limited partnership, sole member of RLP III PULASKI 55 INVESTOR, LLC, a Delaware limited liability company, and is authorized to execute this instrument.

WITNESS my hand, at office, this <u>24</u> day of <u>May</u>, 2023.

MARY ANN SANTIAGO

Motary Public, State of Texas
My Comm. Exp. 11-04-2024
ID No. 13276396-3

Notary Public

My Commission Expires: 11-4-24

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[] Yes	[X] No	
which such persor	is connected; (3) the nar	me and title of such person, (2) the name of the legal entity to me and title of the elected city official or department head to hip, and (4) the precise nature of such familial relationship.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[X] No	
		ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
• • •	cofflaw or problem	entify below the name of each person or legal entity identified n landlord and the address of each building or buildings to which
N/A	· · · · · · · · · · · · · · · · · · ·	

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

4

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:						
US Regional Logistics Program III, L.P., a Delaware limited partnership						
Check ONE of the following three boxes:						
1. [] the Applic OR 2. [X] a legal entity the contract, transaction "Matter"), a direct or name: OR 3. [] a legal entity of the Applic OR 3. [] a legal entity of the Applic OR	ant y currently holding on or other underta indirect interest in P III Pulaski 55 Ow ity with a direct or	nking to which this EDS excess of 7.5% in the A vner. LLC indirect right of control	within six months after City action on spertains (referred to below as the applicant. State the Applicant's legal of the Applicant (see Section II(B)(1)) holds a right of control:			
B. Business address of the Disclosing Party: 9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230						
C. Telephone: (210)	641-8400 Fax	k: <u>N</u> /A	Email: luke.stephens@affiniuscapital.com			
D. Name of contact p	person: Luke S	tephens	 -			
E. Federal Employer Identification No. (if you have one): N/A						
F. Brief description of the Matter to which this EDS pertains. (Include project number and location of property, if applicable): Application for a Class 6b Property Tax Incentive for property located at 4510 W. Ann Lurie Place, Chicago, IL						
G. Which City agenc	y or department is i	requesting this EDS?De	epartment of Planning and Development			
If the Matter is a cont complete the following	J	by the City's Departmen	nt of Procurement Services, please			
Specification #	N/A	and Contract #	N/A			
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [] Person [] Limited liability company [] Limited liability partnership [] Publicly registered business corporation [| Privately held business corporation [] Joint venture [] Sole proprietorship [] Not-for-profit corporation [] General partnership (Is the not-for-profit corporation also a 501(c)(3))? [X] Limited partnership [] Yes []No [] Trust Other (please specify) 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? [| Organized in Illinois [] Yes [X] No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of 1. the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. **NOTE**: Each legal entity listed below must submit an EDS on its own behalf. Name Title US RLP III GP, LLC, a Delaware limited liability company General Partner

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

NOTE: Each legal	entity listed below may be require	ed to submit an EDS on its own beha	IT.
Name See Attached	Business Address	Percentage Interest in the A	Applicant
SECTION III I OFFICIALS	NCOME OR COMPENSATION	TO, OR OWNERSHIP BY, CITY	Y ELECTE
-	Party provided any income or con receding the date of this EDS?	npensation to any City elected officia	al during the [X] No
	g Party reasonably expect to provious the 12-month period following	de any income or compensation to ar the date of this EDS? [] Yes	y City [X] No
•	f the above, please identify below t me or compensation:	he name(s) of such City elected offic	eial(s) and
inquiry, any City e		sclosing Party's knowledge after reason partner, have a financial interest (as ICC")) in the Disclosing Party?	
	ntify below the name(s) of such Ci ribe the financial interest(s).	ty elected official(s) and/or spouse(s)/domestic

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

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

Name	Business Address	Percentage Interest in the Applicant	
US Real Estate Limited Partnership	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	11.87% (indirect)	
Guadalupe Partners, LP	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	11.87% (indirect)	
Nationwide Mutual Insurance Company	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	28.5% (direct)	
Nationwide Life Insurance Company	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	20.19% (direct)	
Nationwide Life & Annuity Insurance Company	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	15.44% (direct)	
Teacher Retirement System of Texas	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	11.87% (indirect)	
Guadalupe Investments I, LLC	9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230	23.75% (direct)	

.

Name (indicate whether retained or anticipated to be retained) N/A	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.				
(Add sheets if necessary)							
[X] Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities.							
SECTION V CERTIF	EICATION	S					
A. COURT-ORDERED	CHILD SUI	PPORT COMPLIANCE					
Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.							
Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction? [] Yes [X] No [] No person directly or indirectly owns 10% or more of the Disclosing Party.							
If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?							
] Yes [X] No							
B. FURTHER CERTIFIC	CATIONS						

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

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared incligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

	. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further ertifications), the Disclosing Party must explain below: N/A
	the letters "NA," the word "None," or no response appears on the lines above, it will be conclusivel esumed that the Disclosing Party certified to the above statements.
cc m	2. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a emplete list of all current employees of the Disclosing Party who were, at any time during the 12-onth period preceding the date of this EDS, an employee, or elected or appointed official, of the City Chicago (if none, indicate with "N/A" or "none"). N/A
the of the po	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a implete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed ficial, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything ade generally available to City employees or to the general public, or (ii) food or drink provided in a course of official City business and having a retail value of less than \$25 per recipient, or (iii) a ditical contribution otherwise duly reported as required by law (if none, indicate with "N/A" or one"). As to any gift listed below, please also list the name of the City recipient. N/A
<u>С</u> .	CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1.	The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not
	a "financial institution" as defined in MCC Section 2-32-455(b).
2.	If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
	Ve are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further edge that none of our affiliates is, and none of them will become, a predatory lender as defined in

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

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

MCC Section 2-32	· · · · · · · · · · · · · · · · · · ·	in the meaning of MCC Chapter 2-32, explain
	" the word "None," or no response a med that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICATI	ION REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		he best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
[] Yes	[X] No	
-	ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employed other person or ent taxes or assessment "City Property Sale	ee shall have a financial interest in tity in the purchase of any property ats, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ten pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[X] No	
		mes and business addresses of the City officials fy the nature of the financial interest:
Name N/A	Business Address	Nature of Financial Interest
	g Party further certifies that no probity official or employee.	ibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

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

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

behalf of the Disclosing Party with respect to the Matter.)

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

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

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing Party the A	applicant?
[] Yes] No
If "Yes," answer the three qu	estions below:
federal regulations? (See 41	do you have on file affirmative action programs pursuant to applicable CFR Part 60-2.)] No
-	oint Reporting Committee, the Director of the Office of Federal Contract e Equal Employment Opportunity Commission all reports due under the ts?
[] Yes	[] No [] Reports not required
3. Have you participated in equal opportunity clause?	any previous contracts or subcontracts subject to the
[] Yes] No
If you checked "No" to ques	tion (1) or (2) above, please provide an explanation:

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SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCÇ Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

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

US Region	al Logistics Program	III, L.P.	
(Print or type	exact legal name of I	Disclosing Party)	
By: See A	Attached nere)		
(Sign)	iere)		
(Print or type	name of person signi	ng)	
(Print or type	title of person signing	g)	
Signed and sv	worn to before me on	(date)	·
at	County,	(state).	
Notary	Public		
Commission (expires:		

US REGIONAL LOGISTICS PROGRAM III, L.P.,

a Delaware limited partnership

By: US RLP III GP, LLC,

a Delaware limited liability company, its general partner

By: Affinius Capital Advisors LLC,

a Texas limited liability company, its sole member

By: Affnius Capital LLC,

a Delaware limited liability company, its sole member

Vame: LANGE ALLEN

Title: Executive Managing Director

STATE OF TEXAS

8

COUNTY OF BEXAR

Personally appeared before me, MANY AND Santiago, Notary Public, Lange Aller, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Exec Managing Dic. of Affinius Capital LLC, a Delaware limited liability company, sole member of Affinius Capital Advisors LLC, a Texas limited liability company, sole member of US RLP III GP, LLC, a Delaware limited liability company, general partner of US Regional Logistics Program III, L.P., a Delaware limited partnership, and is authorized to execute this instrument.

WITNESS my hand, at office, this 24 day of May, 2023.

Notary Rublic

My Commission Expires: 11-4-24

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[] Yes	[X] No	
which such person	n is connected; (3) the name	e and title of such person, (2) the name of the legal entity to e and title of the elected city official or department head to p, and (4) the precise nature of such familial relationship.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building cod scofflaw or problem landlord pursuant to MCC Section 2-92-416?						
	[] Yes	[X] No				
the			icly traded on any exchange, is any officer or director of de scofflaw or problem landlord pursuant to MCC Section			
	[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.			
as	•	v or problem l	tify below the name of each person or legal entity identified andlord and the address of each building or buildings to which			
	N/A					

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the	ne Disclosing Par	ty submitti	ng this EDS. Inc	clude d/b/a/ if applicable	e:
US RLP III GP	LLC, a Delawar	<u>e limited l</u>	iability company		
Check ONE of the	following three	boxes:			
the contract, transact "Matter"), a direct of legal name: OR 3. [X] a legal end State the legal name	cant tity currently holition or other under indirect interest	ding, or an ertaking to in excess or indirect which the I	aticipated to hold which this EDS of 7.5% in the Ap	within six months after pertains (referred to be oplicant. State the Apport of the Applicant (see Seconds a right of control:	low as the licant's
B. Business address	s of the Disclosin	g Party:	9830 Colonnad San Antonio, T	e Blvd., Suite 600 exas 78230	
C. Telephone: (21	0) 641-8400	Fax:	N/A	Email: luke.stephens(@affiniuscapital.c
D. Name of contact	person: Luke	e Stephens		•	
E. Federal Employe	er Identification N	No. (if you	have one):		
property, if applicable Application for a Classical Applic	le):	`ax Incenti	ve for property lo	nclude project number cated at 4510 W. Ann I	
G. Which City agen	cy or department	is request	ing this EDS? <u>De</u>	partment of Planning a	nd Development
If the Matter is a concomplete the follow	_	led by the	City's Departmer	at of Procurement Servi	ces, please
Specification #	N/A		and Contract #	N/A	
Ver.2018-1		Pag	ge 1 of 15		

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [] Person [X] Limited liability company [] Limited liability partnership [] Publicly registered business corporation Privately held business corporation [] Joint venture [] Sole proprietorship [] Not-for-profit corporation [] General partnership (Is the not-for-profit corporation also a 501(c)(3))? [] Limited partnership [] Yes [] No [] Other (please specify) [] Trust 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? [] Yes [X] No Organized in Illinois B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. **NOTE**: Each legal entity listed below must submit an EDS on its own behalf. Name Title Affinius Capital Advisors LLC, a Texas limited liability company Sole Member

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

limited liability co state "None."	ompany, or interest of a beneficiary	of a trust, estate or oth	er similar ent	ity. If none,
NOTE: Each lega	l entity listed below may be require	ed to submit an EDS or	n its own beha	ılf.
Name None	Business Address	Percentage In	nterest in the	Applicant
SECTION III I	INCOME OR COMPENSATION	N TO, OR OWNERSH	НІР ВҮ, СІТ	Y ELECTE
-	g Party provided any income or concreceding the date of this EDS?	npensation to any City	elected offici [] Yes	al during the [X] No
	ng Party reasonably expect to provi ring the 12-month period following			ny City [X] No
•	f the above, please identify below to me or compensation:	he name(s) of such Cit	y elected offic	cial(s) and
inquiry, any City e Chapter 2-156 of t [] Yes If "yes," please ide	eted official or, to the best of the Dielected official's spouse or domestic the Municipal Code of Chicago ("M [X] No entify below the name(s) of such Cieribe the financial interest(s).	c partner, have a financ (ICC") in the Disclosing	ial interest (as g Party?	s defined in

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

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Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
N/A			not an acceptable response.
(Add sheets if necessary)			
[X] Check here if the Disc	closing Party	y has not retained, nor expects to ret	ain, any such persons or entities.
SECTION V CERTIF	FICATION	S	
A. COURT-ORDERED	CHILD SUI	PPORT COMPLIANCE	
	•	antial owners of business entities the language of support obligations throughout the	•
		ectly owns 10% or more of the Disc tions by any Illinois court of compe	
[] Yes [X] No []]	No person d	irectly or indirectly owns 10% or m	ore of the Disclosing Party.
If "Yes," has the person entire is the person in compliant		a court-approved agreement for paying agreement?	ment of all support owed and
[] Yes [X] No			
B. FURTHER CERTIFIC	CATIONS		

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

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Furth Certifications), the Disclosing Party must explain below: N/A	er
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclus presumed that the Disclosing Party certified to the above statements.	ively
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12 month period preceding the date of this EDS, an employee, or elected or appointed official, of the of Chicago (if none, indicate with "N/A" or "none"). N/A	
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time duri the 12-month period preceding the execution date of this EDS, to an employee, or elected or appoofficial, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anyth made generally available to City employees or to the general public, or (ii) food or drink provided the course of official City business and having a retail value of less than \$25 per recipient, or (iii) political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. N/A	nted ing in
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION	
 The Disclosing Party certifies that the Disclosing Party (check one) is [X] is not 	
a "financial institution" as defined in MCC Section 2-32-455(b).	
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:	
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further	

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

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

MCC Section 2-32		because it or any of its affiliates (as defined in hin the meaning of MCC Chapter 2-32, explain
14/21		
	" the word "None," or no response amed that the Disclosing Party cert	appears on the lines above, it will be tified to the above statements.
D. CERTIFICAT	ION REGARDING FINANCIAL	INTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-156	have the same meanings if used in this Part D.
after reasonable in		the best of the Disclosing Party's knowledge ee of the City have a financial interest in his or entity in the Matter?
[] Yes	[X] No	
•	ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed	I to Items D(2) and D(3). If you checked "No" to Part E.
official or employed other person or ent taxes or assessment "City Property Sal	ee shall have a financial interest in tity in the purchase of any property ats, or (iii) is sold by virtue of lega	bidding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for I process at the suit of the City (collectively, ken pursuant to the City's eminent domain the meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[X] No	
		ames and business addresses of the City officials tify the nature of the financial interest:
Name N/A	Business Address	Nature of Financial Interest
_	g Party further certifies that no pro	hibited financial interest in the Matter will be

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
\underline{X} 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
 List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary): N/A
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None"
appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts of

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

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behalf of the Disclosing Party with respect to the Matter.)

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

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

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing Party	the Applicant?	
[] Yes	[] No	
If "Yes," answer the th	ree questions be	elow:
1. Have you develope federal regulations? (S	•	ive on file affirmative action programs pursuant to applicable (60-2.)
•	or the Equal Er ements?	rting Committee, the Director of the Office of Federal Contract inployment Opportunity Commission all reports due under the [] Reports not required
	ed in any previo	ous contracts or subcontracts subject to the
If you checked "No" to	question (1) or	(2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

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

Se	ee Attached	
(Print or	type exact legal name of Disclosing	Party)
By:	Sign here)	
(Print or	type name of person signing)	
(Print or	type title of person signing)	
Signed a	and sworn to before me on (date)	
at	County,	(state).
N	otary Public	
Commis	sion expires:	

US RLP III GP, LLC.

a Delaware limited liability company

By: Affinius Capital Advisors LLC,

a Texas limited liability company, its sole member

By: Affinius Capital LLC,

a Delaware limited liability company, its sole member

Name: LANGE ALLEN

Title: Executive Managing Director

STATE OF TEXAS

8

COUNTY OF BEXAR

Personally appeared before me, <u>Mary Ann santiago</u>, Notary Public, <u>Lange Allen</u>, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the <u>Exec Managing Dis</u> of Affinius Capital LLC, a Delaware limited liability company, sole member of Affinius Capital Advisors LLC, a Texas limited liability company, sole member of US RLP III GP, LLC, a Delaware limited liability company, and is authorized to execute this instrument.

WITNESS my hand, at office, this ____ day of ________, 2023.

Notary Rublic

My Commission Expires: 11-4-24

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[] Yes	[X] No	
which such person	s connected; (3) the nar	ne and title of such person, (2) the name of the legal entity to me and title of the elected city official or department head to ip, and (4) the precise nature of such familial relationship.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

1. Pursuant to MCC Secti	on 2-154-010	, is the Applicant or	any Owner identified	as a building code
scofflaw or problem landle	ord pursuant t	o MCC Section 2-92	-416?	
[] Yes	[X] No			
2. If the Applicant is a leg the Applicant identified as 2-92-416?	• • •	•	•	
[] Yes	[] No	[X] The Applican	t is not publicly traded	on any exchange.
3. If yes to (1) or (2) above as a building code scofflaw the pertinent code violation	v or problem	•	-	· ·
N/A				

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

Ver.2018-1

A. Legal name of the Disclosing Party submittin	g this EDS. Inclu	de d/b/a/ if applicable:
Affinius Capital Advisors LLC, a Texas li	imited <u>liability co</u>	ompany
Check ONE of the following three boxes:		
Indicate whether the Disclosing Party submitting 1. [] the Applicant OR 2. [] a legal entity currently holding, or antithe contract, transaction or other undertaking to w"Matter"), a direct or indirect interest in excess or name:	icipated to hold w which this EDS pe	ertains (referred to below as the
OR 3. [X] a legal entity with a direct or indirect r State the legal name of the entity in which the Di RLP III Pulaski 55 Owner LLC	_	
B. Business address of the Disclosing Party:	9830 Colonnade San Antonio, Tex	
C. Telephone: (210) 641-8400 Fax:	N/A	Email: luke.stephens@affiniuscapital.c
D. Name of contact person: Luke Stephens		
E. Federal Employer Identification No. (if you h	ave one):	
F. Brief description of the Matter to which this E property, if applicable): Application for a Class 6b Property Tax Incentive Chicago. IL	e for property loca	
G. Which City agency or department is requesting	ng this EDS? <u>Dep</u> a	artment of Planning and Development
If the Matter is a contract being handled by the C complete the following:	ity's Department	of Procurement Services, please
Specification # N/A	and Contract #	N/A

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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [X] Limited liability company [] Person [] Limited liability partnership Publicly registered business corporation Privately held business corporation [] Joint venture [] Sole proprietorship [] Not-for-profit corporation [] General partnership (Is the not-for-profit corporation also a 501(c)(3))? [] Limited partnership [] Yes []No Other (please specify) [] Trust 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Texas 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? Organized in Illinois [] Yes [X] No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. **NOTE**: Each legal entity listed below must submit an EDS on its own behalf. Title Name Affinius Capital LLC, a Delaware limited liability company Sole Member

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

Name	Business Address	Percentage Interest in the Applic	ant
None			
SECTION III - OFFICIALS	- INCOME OR COMPENSATION	TO, OR OWNERSHIP BY, CITY ELI	ECTE
	ng Party provided any income or compressed preceding the date of this EDS?	pensation to any City elected official duri	ng the] No
	sing Party reasonably expect to providuring the 12-month period following	le any income or compensation to any City the date of this EDS? [] Yes [X	y] No
	of the above, please identify below the come or compensation:	ne name(s) of such City elected official(s)	and
inquiry, any City		sclosing Party's knowledge after reasonable partner, have a financial interest (as define CC")) in the Disclosing Party?	
	dentify below the name(s) of such Citescribe the financial interest(s).	y elected official(s) and/or spouse(s)/dom	estic

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

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (<u>indicate whether</u> <u>paid or estimated</u> .) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
N/A			
(Add sheets if necessary)			
[X] Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	\mathbf{S}	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
	•	antial owners of business entities the support obligations throughout the	_
		ectly owns 10% or more of the Disc tions by any Illinois court of compe	
[] Yes [X] No [] No person directly or indirectly owns 10% or more of the Disclosing Party.			
If "Yes," has the person e is the person in compliance		a court-approved agreement for pay agreement?	ment of all support owed and
[] Yes [X] No			
B. FURTHER CERTIFIC	CATIONS		

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

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

C	. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further ertifications), the Disclosing Party must explain below: N/A				
	the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively esumed that the Disclosing Party certified to the above statements.				
co mo	2. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a emplete list of all current employees of the Disclosing Party who were, at any time during the 12-nonth period preceding the date of this EDS, an employee, or elected or appointed official, of the City f Chicago (if none, indicate with "N/A" or "none"). N/A				
the off matthe po	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a mplete list of all gifts that the Disclosing Party has given or caused to be given, at any time during a 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed ficial, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything ade generally available to City employees or to the general public, or (ii) food or drink provided in a course of official City business and having a retail value of less than \$25 per recipient, or (iii) a litical contribution otherwise duly reported as required by law (if none, indicate with "N/A" or one"). As to any gift listed below, please also list the name of the City recipient.				
C.	CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION				
1.	The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not				
	a "financial institution" as defined in MCC Section 2-32-455(b).				
2.	If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:				
"V	Ve are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further				

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

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

MCC Section 2-32		pecause it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
THE		
	' the word "None," or no response a med that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICATI	ON REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or term	as defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
[] Yes	[X] No	
-	ecked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employed other person or ent taxes or assessment "City Property Sale	ee shall have a financial interest in laterity in the purchase of any property ts, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[X] No	
		mes and business addresses of the City officials fy the nature of the financial interest:
Name N/A	Business Address	Nature of Financial Interest
	g Party further certifies that no proh ty official or employee.	ibited financial interest in the Matter will be

Ver.2018-1

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.			
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records the Disclosing Party and any and all predecessor entities regarding records of investments or profrom slavery or slaveholder insurance policies during the slavery era (including insurance policies used to slaveholders that provided coverage for damage to or injury or death of their slaves), a the Disclosing Party has found no such records.			
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:			
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS			
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.			
A. CERTIFICATION REGARDING LOBBYING			
List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary): N/A			
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities			

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

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registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on

behalf of the Disclosing Party with respect to the Matter.)

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

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

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing Par	ty the Applicant?	
[] Yes	[] No	
If "Yes," answer the	three questions be	elow:
Have you develofederal regulations? Yes	(See 41 CFR Part	eve on file affirmative action programs pursuant to applicable (60-2.)
	ns, or the Equal Er	rting Committee, the Director of the Office of Federal Contract imployment Opportunity Commission all reports due under the
[] Yes	[] No	[] Reports not required
3. Have you participequal opportunity cla	• •	ous contracts or subcontracts subject to the
[] Yes	[] No	
If you checked "No"	to question (1) or	(2) above, please provide an explanation:
	, · · · · · · · · · · · · · · · · ·	

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

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

See	Attached	,
(Print or ty	ype exact legal name of Disc	closing Party)
By:		
(Sig	gn here)	
(Duint a t	.	
(Print or ty	pe name of person signing)	
(Print or ty	pe title of person signing)	
Signed and	d sworn to before me on (dat	e)
at	County,	(state).
Not	ary Public	
Commissio	on expires:	

AFFINIUS CAPITAL ADVISORS LLC,

a Texas limited liability company

Ву:	Affinius Capital LLC, a Delaware limited liability company,	its sole member
	Ru As Z	
(Name. LANGE ALLEN	LANGE ALLEN Exacutive Managing Director EXAS S BEXAR S BEXAR S Ally appeared before me, Mary Ann Santiago, Notary Public Allen, with whom I am personally acquainted, and who that he executed the within instrument for the purposes therein contained, and who wiedged that he is the Exec Managing Director Affinius Capital LLC, a ted liability company, sole member of Affinius Capital Advisors LLC, a Texas of company, and is authorized to execute this instrument. ESS my hand, at office, this I day of June, 2023. MARY ANN SANTIAGO S Notary Public My Commission Expires: 11-4-24
(ctor
STAT		
COLIN	₹ \$ \$	
000.	, i i o i bbianc	
		y Ann Santiago, Notary Public
Delaw	are limited liability company, sole many	ember of Affinius Capital Advisors LLC, a Texas
	WITNESS I I CO II I	1 6 5 - 0 2022
	WITNESS my hand, at office, this <u>I</u>	_ day of, 2023.
	₩₩ <u>₽₽₽₽₽₽₽₽₽₽</u>	May RS -
	MARY ANN SANTIAGO \$	Notary Public
	My Comm. Exp. 11-04-2024	My Commission Expires: 11-4-24
	ID No. 13276396-3	

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[X] No

L 3	6 -7			
which such person	is connected; (3) the n	name and title of the el	person, (2) the name of ected city official or de se nature of such famili	partment head to
N/A				
				

[] Yes

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[X] No	
	• • •	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
	offlaw or problen	lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which
N/A		

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of th	ne Disclosing Party	submitti	ng this EDS. Inc	lude d/b/a/ if appl	icable:
Affinius Capi	tal LLC, a Delawa	re limited	l liability compan	<u>y</u>	
Check ONE of the	following three bo	oxes:			
the contract, transac "Matter"), a direct o name:	cant tity currently hold tion or other under	ing, or an taking to n excess	ticipated to hold which this EDS pof 7.5% in the Ap	pertains (referred	
State the legal name	-	ich the D	_		see Section II(B)(1)) ntrol:
B. Business address	of the Disclosing	Party:	9830 Colonnado San Antonio, To	e Blvd., Suite 600 exas 78230	
C. Telephone: <u>(21</u>	<u>0) 641-8400</u> F	ax:	N/A	Email: luke.step	hens@affiniuscapital.con
D. Name of contact	person: Luke	Stephens		_	
E. Federal Employe	er Identification No	o. (if you	have one):		
F. Brief description property, if applicab Application for a Cla Chicago, IL	le): ass 6b Property Ta:	x Incentiv	- ,	cated at 4540 W.	mber and location of Ann Lurie Place,
G. Which City agen	cy or department is	s requesti	ng this EDS? De	partment of Plann	ning and Development
If the Matter is a corcomplete the follows	ntract being handle				
Specification #	N/A		and Contract # _	N/A	
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

 Indicate the nature of the Disclosing Par Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust 	[X] Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify)
2. For legal entities, the state (or foreign count	ry) of incorporation or organization, if applicable:
Delaware	
3. For legal entities not organized in the State business in the State of Illinois as a foreign entities.	of Illinois: Has the organization registered to do
[X] Yes [] No	[] Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEGA	AL ENTITY:
the entity; (ii) for not-for-profit corporations are no such members, write "no members whice similar entities, the trustee, executor, administ limited partnerships, limited liability compa	olicable, of: (i) all executive officers and all directors of all members, if any, which are legal entities (if there have legal entities"); (iii) for trusts, estates or other rator, or similarly situated party; (iv) for general or nies, limited liability partnerships or joint ventures, ger or any other person or legal entity that directly or of the Applicant.
NOTE: Each legal entity listed below must sub	omit an EDS on its own behalf.
Name See Attached	Title
Please provide the following information co	oncerning each person or legal entity having a direct or

indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a

corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

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Name	Title
Leonard J. O'Donnell	Chairman & CEO
Tana Gardner	Chief Financial Officer
Michael A. Boyd	General Counsel & Secretary
Peter McLaughlin	Executive Managing Director & Co-Chief Operating Officer
Bruce C. Petersen	Executive Managing Director & Co-Chief Operating Officer
Lange Allen	Executive Managing Director
Bahram Motamedian	Executive Managing Director
Brian Harnetiaux	Managing Director & Assistant Treasurer
Kim Stevens	Managing Director & Assistant Treasurer
Toni M. Fisher	Assistant General Counsel & Assistant Secretary

Name	Business Address	Percentage Interest in the Ap	nlicant
None	Dusiness Address		рпсан
SECTION III OFFICIALS	INCOME OR COMPENSATION	TO, OR OWNERSHIP BY, CITY	ELECTE
Has the Disclos	ing Party provided any income or con	apensation to any City elected official	during the
12-month perio	d preceding the date of this EDS?	[] Yes	[X] No
	osing Party reasonably expect to provi during the 12-month period following	de any income or compensation to any the date of this EDS? [] Yes	City [X] No
•	r of the above, please identify below t acome or compensation:	he name(s) of such City elected officia	ıl(s) and
Does any City 6	elected official or, to the best of the Di	sclosing Party's knowledge after reaso	onable
inquiry, any Cit		partner, have a financial interest (as d	
If "ves." please	identify below the name(s) of such Ci	ty elected official(s) and/or spouse(s)/o	domestic

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

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.		
N/A			not all acceptable response.		
(Add sheets if necessary)					
[X] Check here if the Disc	closing Part	y has not retained, nor expects to re-	tain, any such persons or entities.		
SECTION V CERTIF	FICATION	S			
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE			
		antial owners of business entities the support obligations throughout the			
		ectly owns 10% or more of the Disc tions by any Illinois court of compe			
Yes [X] No [] No person directly or indirectly owns 10% or more of the Disclosing Party.					
If "Yes," has the person e is the person in complian		a court-approved agreement for payagreement?	ment of all support owed and		
[] Yes [X] No					

B. FURTHER CERTIFICATIONS

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

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

	The Disclosing Party is unable to certify to any of the above statements in this Part B (Further ications), the Disclosing Party must explain below:
	letters "NA," the word "None," or no response appears on the lines above, it will be conclusively ned that the Disclosing Party certified to the above statements.
compl month	the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a ete list of all current employees of the Disclosing Party who were, at any time during the 12-period preceding the date of this EDS, an employee, or elected or appointed official, of the City cago (if none, indicate with "N/A" or "none").
complete 12 official made generated the compolitic	the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a ete list of all gifts that the Disclosing Party has given or caused to be given, at any time during month period preceding the execution date of this EDS, to an employee, or elected or appointed l, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything generally available to City employees or to the general public, or (ii) food or drink provided in arse of official City business and having a retail value of less than \$25 per recipient, or (iii) a all contribution otherwise duly reported as required by law (if none, indicate with "N/A" or (b). As to any gift listed below, please also list the name of the City recipient.
C. CE	RTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1. The	e Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not
a ":	financial institution" as defined in MCC Section 2-32-455(b).
2. If t	he Disclosing Party IS a financial institution, then the Disclosing Party pledges:
pledge MCC	re not and will not become a predatory lender as defined in MCC Chapter 2-32. We further that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a bory lender may result in the loss of the privilege of doing business with the City."

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

MCC Section 2-32-	455(b)) is a predatory lender with	because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
here (attach addition N/A	nal pages if necessary):	
	the word "None," or no response a ned that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICATIO	ON REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or terms	defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable inq		ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
[] Yes	[X] No	
	cked "Yes" to Item $D(1)$, proceed tems $D(2)$ and $D(3)$ and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employed other person or entit taxes or assessment: "City Property Sale	e shall have a financial interest in large in the purchase of any property s, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter inv	olve a City Property Sale?	
[] Yes	[X] No	
	, , , . <u>-</u>	mes and business addresses of the City officials fy the nature of the financial interest:
Name N/A	Business Address	Nature of Financial Interest

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

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
 List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary): N/A

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

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

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

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

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

If you checked "No" to qu	uestion (1) or	(2) above, please provide an explanation:
3. Have you participated equal opportunity clause[] Yes	?	ous contracts or subcontracts subject to the
•	r the Equal Er nents?	rting Committee, the Director of the Office of Federal Contract inployment Opportunity Commission all reports due under the [] Reports not required
 Have you developed a federal regulations? (See [] Yes 	e 41 CFR Part	ive on file affirmative action programs pursuant to applicable (60-2.)
If "Yes," answer the three	e questions be	elow:
[] Yes		

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

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

See Attached	
(Print or type exact legal name of Disclosin	ig Party)
Ву:	
By:(Sign here)	
(Print or type name of person signing)	
(Print or type title of person signing)	
Signed and sworn to before me on (date)	
at County,	(state).
Notary Public	_
Commission expires:	

AFFINIUS CAPITAL LLC, a Delaware limited liability company	· _
Ву:	-
Name: LANGE ALLEN Title: Executive Managing Director	 _
STATE OF TEXAS § COUNTY OF BEXAR 8	
COUNTY OF BEXAR §	
Personally appeared before me, Mary A Lange Allen, with what acknowledged that he executed the within instrume further acknowledged that he is the EXEC Ma Delaware limited liability company, and is authorize	nt for the purposes therein contained, and who <u>maging ic</u> of Affinius Capital LLC, a
WITNESS my hand, at office, this day	of <u>June</u> , 2023.
MARY ANN SANTIAGO My Comm. Exp. 11-04-2024 MD No. 13276396-3	Notacy Public My Commission Expires: 11 -4 - 24

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[X] No

which such p	erson is conne	ected; (3) the	name and titl	le of the elect	ed city offici	ame of the lega al or departmen	nt head to
whom such p N/A	erson has a fa	milial relatior	nship, and (4)) the precise r	nature of sucl	n familial relati	ionship.
							

[] Yes

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

		10, is the Applicant or any Owner identified as a building code t to MCC Section 2-92-416?
[] Yes	[X] No	
	_ , ,	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
•	cofflaw or problen	entify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which
N/A		

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PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party subm	itting this EDS. Inclu	ide d/b/a/ if applicable:
Guadalupe Investments I, LLC, a Delaware	limited liability com	oany
Check ONE of the following three boxes:		
Indicate whether the Disclosing Party submit 1. [] the Applicant OR 2. [X] a legal entity currently holding, or the contract, transaction or other undertaking "Matter"), a direct or indirect interest in exce name: RLP III Pulaski 55 C OR 3. [] a legal entity with a direct or indirect	anticipated to hold w to which this EDS pe ss of 7.5% in the App Owner, LLC	ertains (referred to below as the licant. State the Applicant's legal
State the legal name of the entity in which the	_	
B. Business address of the Disclosing Party:	9830 Colonnade San Antonio, Tex	
C. Telephone: (210) 641-8400 Fax:	N/A	Email: luke.stephens@affiniuscapital.con
D. Name of contact person: Luke Stephe	ens	
E. Federal Employer Identification No. (if yo	ou have one):	· · · · · · · · · · · · · · · · · · ·
F. Brief description of the Matter to which the property, if applicable): Application for a Class 6b Property Tax Incer Chicago, IL	ntive for property loca	ted at 4510 W. Ann Lurie Place,
G. Which City agency or department is reque	esting this EDS? Depa	artment of Planning and Development
If the Matter is a contract being handled by the complete the following:	ne City's Department o	of Procurement Services, please
Specification #N/A	and Contract #	N/A
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [] Person [X] Limited liability company [] Limited liability partnership [] Publicly registered business corporation [] Privately held business corporation [] Joint venture [] Sole proprietorship [] Not-for-profit corporation [] General partnership (Is the not-for-profit corporation also a 501(c)(3))? [] Limited partnership [] Yes [] No [] Other (please specify) [] Trust 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? [] Organized in Illinois [] Yes [X] No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. **NOTE**: Each legal entity listed below must submit an EDS on its own behalf. Name Title Guadalupe Partners LP, a Delaware limited partnership Managing Member US Real Estate Limited Partnership, a Texas limited partnership Member

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf. Name **Business Address** Percentage Interest in the Applicant US Real Estate Limited Partnership 9830 Colonnade Blvd., Suite 600, San Antonio, TX 78230 11.875% Guadalupe Partners, LP 9830 Colonnade Blvd., Suite 600, San Antonio, TX 78230 11.875% Teacher Retirement System of Texas 9830 Colonnade Blvd., Suite 600, San Antonio, TX 78230 11.875% SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? [] Yes [X] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [X] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? [] Yes [X] No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

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

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

state "None."

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is
N/A			not an acceptable response.
(Add sheets if necessary)			
[X] Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities
SECTION V CERTIF	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
	•	antial owners of business entities th I support obligations throughout the	•
		ectly owns 10% or more of the Disc tions by any Illinois court of compe	
Yes [X] No []]	No person d	irectly or indirectly owns 10% or m	nore of the Disclosing Party.
If "Yes," has the person east the person in compliance		a court-approved agreement for pay agreement?	ment of all support owed and
Yes [X] No			!
B. FURTHER CERTIFIC	CATIONS		
rani:	1: 1 :0.		

F

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

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

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11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:
_ N/A
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). N/A
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. N/A
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1. The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

MCC Section 2-3		ge because it or any of its affiliates (as defined in rithin the meaning of MCC Chapter 2-32, explain
1771		
	" the word "None," or no responsumed that the Disclosing Party co	se appears on the lines above, it will be ertified to the above statements.
D. CERTIFICAT	ION REGARDING FINANCIA	L INTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-15	6 have the same meanings if used in this Part D.
after reasonable in		to the best of the Disclosing Party's knowledge byee of the City have a financial interest in his or or entity in the Matter?
[] Yes	[X] No	
	ecked "Yes" to Item D(1), procedutems D(2) and D(3) and proceed	ed to Items D(2) and D(3). If you checked "No" d to Part E.
official or employ other person or en taxes or assessmen "City Property Sal	ee shall have a financial interest tity in the purchase of any proper nts, or (iii) is sold by virtue of leg	e bidding, or otherwise permitted, no City elected in his or her own name or in the name of any rty that (i) belongs to the City, or (ii) is sold for gal process at the suit of the City (collectively, taken pursuant to the City's eminent domain in the meaning of this Part D.
Does the Matter in	avolve a City Property Sale?	
[] Yes	[X] No	
		names and business addresses of the City officials entify the nature of the financial interest:
Name N/A	Business Address	Nature of Financial Interest
	g Party further certifies that no prints official or employee	rohibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary): N/A

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

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

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

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

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing Party	the Applicant?	
[] Yes	[] No	
If "Yes," answer the th	ree questions be	elow:
Have you develope federal regulations? (S	See 41 CFR Part	ave on file affirmative action programs pursuant to applicable t 60-2.)
Compliance Programs, applicable filing requir	, or the Equal Er rements?	rting Committee, the Director of the Office of Federal Contract imployment Opportunity Commission all reports due under the
[] Yes	[]No	[] Reports not required
3. Have you participal equal opportunity claus		ous contracts or subcontracts subject to the
[] Yes	[] No	
If you checked "No" to	question (1) or	(2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

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

See	e Attached		
(Print or t	type exact legal name of Disclo	osing Party)	
By:			
(Si	ign here)		
(Print or t	type name of person signing)	<u></u>	
(Print or t	type title of person signing)		
Signed an	nd sworn to before me on (date))	,
at	County,	(state).	
No	otary Public		
Commiss	ion expires:		

GUADALUPE INVESTMENTS I, LLC,

a Delaware limited liability company

By: Guadalupe Partners LP,

a Delaware limited partnership, a member

By: Guadalupe Partners GP LLC,

a Delaware limited liability company, its general partner

By: Affinius Capital Advisors LLC,

a Texas limited liability company, its sole member

By: Affinius Capital LLC,

a Delaware limited liablity company, its sole member

By: __ Name:

LANGE ALLEN

Title:

Executive Managing Director

US REAL ESTATE LIMITED PARTNERSHIP.

a Texas limited partnership, a member

By:

Affinius Capital LLC,

a Delaware limited liability company, its general partner

By: ____/ Name:

LANGE ALLEN

Title:

Executive Managing Director

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[X] No

If yes, please identify be which such person is connection.	eted; (3) the name and	title of the elected c	ity official or de	partment head to
whom such person has a fan	nilial relationship, and	l (4) the precise natur	re of such familia	al relationship.
N/A				
_				

[] Yes

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

		10, is the Applicant or any Owner identified as a building code at to MCC Section 2-92-416?
[] Yes	[X] No	
		ublicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
• • • • • • • • • • • • • • • • • • • •	cofflaw or probler	dentify below the name of each person or legal entity identified m landlord and the address of each building or buildings to which
N/A		
		

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of	of the Disclosing	g Party submit	ting this EDS. Inc	lude d	/b/a/ if applicable:
Guadalupe	Partners, LP, a	Delaware limi	ted partnership		
Check ONE of t	he following th	ree boxes:			
the contract, tran "Matter"), a direct name:	oplicant I entity currently saction or other	y holding, or a undertaking to erest in excess	nticipated to hold b which this EDS of 7.5% in the Ap	pertain oplican	six months after City action on as (referred to below as the at. State the Applicant's legal
			et right of control of Disclosing Party h		Applicant (see Section II(B)(1)) right of control:
B. Business add	ress of the Disc	losing Party:	9830 Colonnac San Antonio, T		
C. Telephone:	(210) 641-8400	Fax:	N/A	_ Ema	il:luke.stephens@affiniuscapital.com
D. Name of cont	act person:I	uke Stephens	***	_	
E. Federal Empl	oyer Identificat	ion No. (if you	have one):		·
property, if applie	cable):				project number and location of at 4510 W. Ann Lurie Place,
G. Which City ag	gency or departs	ment is reques	ting this EDS? <u>De</u>	partme	nt of Planning and Development
If the Matter is a complete the following	_	nandled by the	City's Departmen	t of Pro	ocurement Services, please
Specification #	N/A		_ and Contract # _		N/A
Ver.2018-1		Pa	ge 1 of 15		

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

 Indicate the nature of the Disclosing Par Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust 	ty: [] Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify)
2. For legal entities, the state (or foreign count	ry) of incorporation or organization, if applicable:
Delaware	
3. For legal entities not organized in the State of business in the State of Illinois as a foreign entities.	
[] Yes [X] No	[] Organized in Illinois
B. IF THE DISCLOSING PARTY IS A LEGA	L ENTITY:
the entity; (ii) for not-for-profit corporations, are no such members, write "no members which similar entities, the trustee, executor, administralimited partnerships, limited liability comparison.	licable, of: (i) all executive officers and all directors of all members, if any, which are legal entities (if there is are legal entities"); (iii) for trusts, estates or other rator, or similarly situated party; (iv) for general or nies, limited liability partnerships or joint ventures, ger or any other person or legal entity that directly or of the Applicant.
NOTE: Each legal entity listed below must sub	mit an EDS on its own behalf.
Name Guadalupe Partners GP, LLC, a Delaware limite	Title ed liability company General Partner
· · · · · · · · · · · · · · · · · · ·	ncerning each person or legal entity having a direct or onths after City action) beneficial interest (including

ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a

corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

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NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf. Name **Business Address** Percentage Interest in the Applicant Teacher Retirement System of Texas 9830 Colonnade Blvd., Suite 600, San Antonio, TX 78230 11.875% SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? [| Yes [X] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [X] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? [] Yes [X] No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

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

state "None."

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

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Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
N/A			
(Add sheets if necessary)	· · · · · · · · · · · · · · · · · · ·	<u> </u>	
[X] Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entities.
SECTION V CERTII	FICATION	S	
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE	
		antial owners of business entities th I support obligations throughout the	
		ectly owns 10% or more of the Disc tions by any Illinois court of compo	
[] Yes [X] No []]	No person d	lirectly or indirectly owns 10% or m	nore of the Disclosing Party.
If "Yes," has the person entire is the person in compliant		a court-approved agreement for pay agreement?	ment of all support owed and
[] Yes [X] No			
B. FURTHER CERTIFIC	CATIONS		

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

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below: N/A
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). N/A
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. N/A
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is [X] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

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

MCC Section 2-32		ecause it or any of its affiliates (as defined in n the meaning of MCC Chapter 2-32, explain
N/A		
	" the word "None," or no response a amed that the Disclosing Party certif	• •
D. CERTIFICATI	ION REGARDING FINANCIAL IN	TEREST IN CITY BUSINESS
Any words or tern	ns defined in MCC Chapter 2-156 ha	eve the same meanings if used in this Part D.
after reasonable in		te best of the Disclosing Party's knowledge to of the City have a financial interest in his or natity in the Matter?
[] Yes	[X] No	
	ecked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to	o Items D(2) and D(3). If you checked "No" Part E.
official or employed other person or ent taxes or assessment "City Property Sal	ee shall have a financial interest in hatity in the purchase of any property lats, or (iii) is sold by virtue of legal [dding, or otherwise permitted, no City elected is or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain to meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[]Yes	[X] No	
=		nes and business addresses of the City officials fy the nature of the financial interest:
Name N/A	Business Address	Nature of Financial Interest
Total Control		
	g Party further certifies that no prohity official or employee.	bited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.	
\underline{X} 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records the Disclosing Party and any and all predecessor entities regarding records of investments or prefrom slavery or slaveholder insurance policies during the slavery era (including insurance policies used to slaveholders that provided coverage for damage to or injury or death of their slaves), at the Disclosing Party has found no such records.	ofits es
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above. Disclosing Party has found records of investments or profits from slavery or slaveholder insurar policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:	
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS	
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated the City and proceeds of debt obligations of the City are not federal funding.	by
A. CERTIFICATION REGARDING LOBBYING	
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclos Party with respect to the Matter: (Add sheets if necessary): N/A	ing

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party

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

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

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

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing Party the	Applicant?
[] Yes	[] No
If "Yes," answer the three	uestions below:
1. Have you developed ar federal regulations? (See	d do you have on file affirmative action programs pursuant to applicable 1 CFR Part 60-2.) [] No
•	Joint Reporting Committee, the Director of the Office of Federal Contract he Equal Employment Opportunity Commission all reports due under the nts?
[] Yes	[] No [] Reports not required
3. Have you participated i equal opportunity clause?	n any previous contracts or subcontracts subject to the
[] Yes	[] No
If you checked "No" to que	stion (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

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

See Att	tached		
(Print or ty	pe exact legal name of Di	sclosing Party)	
Ву:			
(Sig	n here)		
(Print or ty	pe name of person signing	2)	
(Print or ty	pe title of person signing)		
Signed and	sworn to before me on (d	ate),	
at	County,	(state).	
Nota	ary Public		
Commissio	on expires:		

GUADALUPE PARTNERS LP,

a Delaware limited partnership

By: Guadalupe Partners GP LLC,

a Delaware limited liability company, its general partner

By: Affinius Capital Advisors LLC,

a Texas limited liability company, its sole member

By: Affinius Capital LLC

a Delaware limited liability company, its sole member

Name: LANGE ALLEN

Title: Executive Managing Director

STATE OF TEXAS

880

COUNTY OF BEXAR

§

Personally appeared before me, <u>Mary Ann Santiago</u>, Notary Public, <u>Lange Allen</u>, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the <u>Exec Managing Nic.</u> of Affinius Capital LLC, a Delaware limited liability company, sole member of Affinius Capital Advisors LLC, a Texas limited liability company, sole member of GUADALUPE PARTNERS GP LLC, a Delaware limited liability company, general partner of GUADALUPE PARTNERS LP, a Delaware limited partnership, and is authorized to execute this instrument.

WITNESS my hand, at office, this 24 day of 4 day o

Notary Public

My Commission Expires: 11-4-24

MARY ANN SANTIAGO
Notary Public, State of Texas
My Comm. Exp. 11-04-2074
ID No. 13276396-3

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

IXI No

()	[
which such person	is connected; (3) the nar	me and title of such person, (2) the name of the legal entity to me and title of the elected city official or department head to hip, and (4) the precise nature of such familial relationship.

f TYes

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

		10, is the Applicant or any Owner identified as a building code t to MCC Section 2-92-416?
[] Yes	[X] No	
* *	• .	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
•	cofflaw or problem	lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which
N/A		
	,	

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of t	he Disclosing Party	/ submitt	ing this EDS. In	clude d/b/	a/ if applicable:
US Real Estate L	imited Partnership,	a Texas	limited partnersh	ip	
Check ONE of the	following three b	oxes:			
the contract, transact "Matter"), a direct of name: OR	icant Intity currently hold stion or other under or indirect interest interest interest interest intity with a direct o	ing, or an taking to n excess ki 55 Own r indirect	nticipated to hold which this EDS of 7.5% in the Amer, LLC	pertains (pplicant.	x months after City action on (referred to below as the State the Applicant's legal plicant (see Section II(B)(1)) ght of control:
B. Business address	s of the Disclosing	Party:	9830 Colonnac San Antonio, T		
C. Telephone: (21	0) 641-8400 F	ax:	N/A	_ Email:	luke.stephens@affiniuscapital.com
D. Name of contact	person: Luke	Stephens			
E. Federal Employe	er Identification No	o. (if you	have one):	•	
property, if applicab	ole): ass 6b Property Tax	x Incentiv	ve for property lo	cated at 4	roject number and location of 1510 W. Ann Lurie Place,
G. Which City agen	cy or department is	s requesti	ing this EDS? De	partment	of Planning and Development
If the Matter is a concomplete the follow		d by the (City's Departmer	at of Proc	urement Services, please
Specification #	N/A		and Contract #	1	N/A
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [] Person 1 Limited liability company Publicly registered business corporation [] Limited liability partnership Privately held business corporation [] Joint venture [] Sole proprietorship Not-for-profit corporation [] General partnership (Is the not-for-profit corporation also a 501(c)(3))? [X] Limited partnership [| Yes []No [] Trust Other (please specify) 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Texas 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? [X] Yes [] Organized in Illinois [] No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of 1. the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures. each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. NOTE: Each legal entity listed below must submit an EDS on its own behalf. Name Affinius Capital LLC, a Delaware limited liability company General Partner

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

state "None."	company, or interest of a beneficiary	of a trust, estate or other	er similar ent	ity. If none,
NOTE: Each leg	gal entity listed below may be require	ed to submit an EDS on	its own beha	ılf.
Name None	Business Address	Percentage In	terest in the	Applicant
SECTION III - OFFICIALS	- INCOME OR COMPENSATION	TO, OR OWNERSH	TIP BY, CIT	Y ELECTE
	ng Party provided any income or com preceding the date of this EDS?	npensation to any City e	elected offici	al during the [X] No
	ing Party reasonably expect to providuring the 12-month period following	-		ny City [X] No
•	of the above, please identify below the come or compensation:	he name(s) of such City	elected office	cial(s) and
inquiry, any City	ected official or, to the best of the Distellected official's spouse or domestic the Municipal Code of Chicago ("M	partner, have a financi	al interest (as	
•	dentify below the name(s) of such Cit scribe the financial interest(s).	ty elected official(s) and	d/or spouse(s)/domestic

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

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Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.		
N/A			not an acceptable response.		
(Add sheets if necessary)					
[X] Check here if the Disc	closing Part	y has not retained, nor expects to re	tain, any such persons or entitie		
SECTION V CERTII	FICATION	S			
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE			
	•	antial owners of business entities the support obligations throughout the	_		
7 1	•	ectly owns 10% or more of the Disc tions by any Illinois court of compe			
[] Yes [X] No [] No person directly or indirectly owns 10% or more of the Disclosing Party.					
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and		
[] Yes [X] No	[] Yes [X] No				
B. FURTHER CERTIFIC	CATIONS				

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

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below: N/A
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). N/A
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. N/A
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is [X] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

MCC Section 2-3		because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
N/A		
	" the word "None," or no response umed that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICAT	ION REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		he best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
[] Yes	[X] No	
	necked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employ other person or en taxes or assessment "City Property Sal	ee shall have a financial interest in tity in the purchase of any property ats, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, ten pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[X] No	
•		mes and business addresses of the City officials fy the nature of the financial interest:
Name N/A	Business Address	Nature of Financial Interest
	g Party further certifies that no prohity official or employee.	ibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in
connection with the Matter voidable by the City.
\underline{X} 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary): N/A
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None"
appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities

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

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registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on

behalf of the Disclosing Party with respect to the Matter.)

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

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

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing Party the Ap	pplicant?
[] Yes] No
If "Yes," answer the three que	estions below:
federal regulations? (See 41)	do you have on file affirmative action programs pursuant to applicable CFR Part 60-2.)] No
-	oint Reporting Committee, the Director of the Office of Federal Contra Equal Employment Opportunity Commission all reports due under the s?
[] Yes [[] No [] Reports not required
3. Have you participated in a equal opportunity clause?	any previous contracts or subcontracts subject to the
[] Yes [J No
If you checked "No" to questi-	ion (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

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

	See Attached	
(Print	or type exact legal name of Disclosing	Party)
Ву: _		
	(Sign here)	
(Print	or type name of person signing)	
(Print	or type title of person signing)	
Signe	d and sworn to before me on (date)	
at	County,	(state).
	Notary Public	
_		
Comr	nission expires:	

By: Affinius Capital LLC, a Delaware limited Dability company, its general partner LANGE ALLEN **Executive Managing Director** Title: STATE OF TEXAS COUNTY OF BEXAR Personally appeared before me, <u>Mary Ann Santiago</u>, Notary Public, <u>nac Allen</u>, with whom I am personally acquainted, and who Lange Allen acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Exec Managina Dic. of Affinius Capital LLC, a Delaware limited liability company, general pattner of US REAL ESTATE LIMITED PARTNERSHIP, a Texas limited partnership, and is authorized to execute this instrument. WITNESS my hand, at office, this 24 day of May My Commission Expires: 11-4-24 Notary Public, State of Texas My Comm. Exp. 11-04-2024

US REAL ESTATE LIMITED PARTNERSHIP,

ID No. 13276396-3

a Texas limited partnership

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[] Yes	[X] No	
which such person	ntify below (1) the name and title of such person, (2) the name of the leconnected; (3) the name and title of the elected city official or departrase as a familial relationship, and (4) the precise nature of such familial relationship.	nent head to
N/A		

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

		t to MCC Section 2-92-416?
[] Yes	[X] No	
		ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
• • • •	scofflaw or probler	lentify below the name of each person or legal entity identified m landlord and the address of each building or buildings to which
N/A		

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

[] Yes	
[] No	
[X] N/A – I am not an Applicant that is a "contractor" as defined in MCC Section 2-92-385.	
This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).	: 4-
If you checked "no" to the above, please explain.	
N/A	

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:
Nationwide Mutual Insurance Company, an Ohio corporation
Check ONE of the following three boxes:
Indicate whether the Disclosing Party submitting this EDS is: 1. [] the Applicant OR 2. [X] a legal entity currently holding, or anticipated to hold within six months after City action on the contract, transaction or other undertaking to which this EDS pertains (referred to below as the "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal name: RLP III Pulaski 55 Owner, LLC
OR 3. [] a legal entity with a direct or indirect right of control of the Applicant (see Section II(B)(1)) State the legal name of the entity in which the Disclosing Party holds a right of control:
B. Business address of the Disclosing Party: Nationwide Mutual Insurance Company c/o Affinius Capital LLC 9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230
C. Telephone: (210) 641-8400 Fax: N/A Email: luke.stephens@affiniuscapital.com
D. Name of contact person: <u>Luke Stephens</u>
E. Federal Employer Identification No. (if you have one):
F. Brief description of the Matter to which this EDS pertains. (Include project number and location of property, if applicable): Application for a Class 6b Property Tax Incentive for property located at 4510 W. Ann Lurie Place, Chicago, IL
G. Which City agency or department is requesting this EDS? Department of Planning and Development
If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:
Specification # N/A and Contract # N/A
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PART	Y
 Indicate the nature of the Disclosing Partial Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust 	[] Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify)
	ntry) of incorporation or organization, if applicable:
Ohio	
3. For legal entities not organized in the State business in the State of Illinois as a foreign en	e of Illinois: Has the organization registered to do tity? [] Organized in Illinois
[] ICS [A] NO	
B. IF THE DISCLOSING PARTY IS A LEG	FAL ENTITY:
the entity; (ii) for not-for-profit corporation are no such members, write "no members whi similar entities, the trustee, executor, adminis limited partnerships, limited liability comparison.	oplicable, of: (i) all executive officers and all directors of s, all members, if any, which are legal entities (if there ch are legal entities"); (iii) for trusts, estates or other strator, or similarly situated party; (iv) for general or anies, limited liability partnerships or joint ventures, ager or any other person or legal entity that directly or it of the Applicant.
NOTE: Each legal entity listed below must su	abmit an EDS on its own behalf.
Name	Title
Kirt A. Walker	CEO
Jeffrey W. Zellers	Chairman of the Board

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf. Name Business Address Percentage Interest in the Applicant None SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? [] Yes X No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [X] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? [] Yes [X] No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
N/A			
(Add sheets if necessary)			
[X] Check here if the Disch	losing Party	y has not retained, nor expects to ref	tain, any such persons or entities.
SECTION V CERTIF	ICATION	S	
A. COURT-ORDERED C	CHILD SUI	PPORT COMPLIANCE	
		antial owners of business entities the support obligations throughout the	
• •	•	ectly owns 10% or more of the Disc tions by any Illinois court of compe	_ ,
[] Yes [X] No [] N	√o person d	irectly or indirectly owns 10% or m	ore of the Disclosing Party.
If "Yes," has the person en is the person in compliance		a court-approved agreement for payagreement?	ment of all support owed and
[] Yes [X] No			
B. FURTHER CERTIFIC	CATIONS		
Procurement Services.] In Party nor any Affiliated En performance of any public inspector general, or integrinvestigative, or other sim- activity of specified agence	n the 5-year ntity [see decontract, the contract, the complication of the complication of the complication of the complication of the complete	the Matter is a contract being handled period preceding the date of this Elefinition in (5) below] has engaged, the services of an integrity monitor, ance consultant (i.e., an individual of designated by a public agency to help as well as help the vendors reform that in the future, or continue with a	DS, neither the Disclosing in connection with the independent private sector or entity with legal, auditing, p the agency monitor the neir business practices so they

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

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal. state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

	. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further ertifications), the Disclosing Party must explain below: N/A
	the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively esumed that the Disclosing Party certified to the above statements.
mo	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a implete list of all current employees of the Disclosing Party who were, at any time during the 12-porth period preceding the date of this EDS, an employee, or elected or appointed official, of the City Chicago (if none, indicate with "N/A" or "none"). N/A
the off matthe po	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a implete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed ficial, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything ade generally available to City employees or to the general public, or (ii) food or drink provided in a course of official City business and having a retail value of less than \$25 per recipient, or (iii) a litical contribution otherwise duly reported as required by law (if none, indicate with "N/A" or one"). As to any gift listed below, please also list the name of the City recipient. N/A
<u>С</u> .	CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1.	The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not
	a "financial institution" as defined in MCC Section 2-32-455(b).
2.	If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
ple Mo	We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further edge that none of our affiliates is, and none of them will become, a predatory lender as defined in CC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a redatory lender may result in the loss of the privilege of doing business with the City."

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contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

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MCC Section 2-3		ecause it or any of its affiliates (as defined in n the meaning of MCC Chapter 2-32, explain
	" the word "None," or no response a umed that the Disclosing Party certif	
D. CERTIFICAT	ION REGARDING FINANCIAL II	NTEREST IN CITY BUSINESS
Any words or terr	ns defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		ne best of the Disclosing Party's knowledge of the City have a financial interest in his or natity in the Matter?
[] Yes	[X] No	
	necked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" Part E.
official or employ other person or en taxes or assessment "City Property Sa	ee shall have a financial interest in be tity in the purchase of any property ats, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain e meaning of this Part D.
Does the Matter in	avolve a City Property Sale?	
[] Yes	[X] No	
		nes and business addresses of the City officials fy the nature of the financial interest:
Name N/A	Business Address	Nature of Financial Interest
	g Party further certifies that no proh	ibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary): N/A
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None"

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

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

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

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

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

Is the Disclosing Party the	Applicant?	·
[] Yes	[] No	
It "Yes," answer the three	questions bel	ow:
 Have you developed an federal regulations? (See 4) Yes 	11 CFR Part	ve on file affirmative action programs pursuant to applicable 60-2.)
Compliance Programs, or tapplicable filing requirement	the Equal Ements?	ting Committee, the Director of the Office of Federal Contract aployment Opportunity Commission all reports due under the
[] Yes	[] No	[] Reports not required
3. Have you participated i equal opportunity clause?	n any previo	us contracts or subcontracts subject to the
[] Yes	[] No	
If you checked "No" to que	estion (1) or ((2) above, please provide an explanation:
	······································	

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SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

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

Sec Att	tached		
(Print or ty	pe exact legal name of Disc	losing Party)	
Ву:			
(Sig	n here)		
(Print or typ	pe name of person signing)		
(Print or typ	pe title of person signing)		
Signed and	sworn to before me on (date	e)	,
at	County,	(state).	
Note	nry Public		
Commissio	n expires:		

NATIONWIDE MUTUAL INSURANCE COMPANY, an Ohio corporation

By: Denne Ty Name: Denne C. Kisher Title: Survey Tracethed Enternal
STATE OF OHIO § COUNTY OF Franklin §
Personally appeared before me, <u>Dennis C. Fisher</u> , Notary Public, <u>AMANGA S. Wentzel</u> , with whom I am personally acquainted, and who
acknowledged that he executed the within instrument for the purposes therein contained, and who
further acknowledged that he is the <u>Squatory</u> of NATIONWIDE
MUTUAL INSURANCE COMPANY, an Ohio corporation, and is authorized to execute this
instrument.
WITNESS my hand, at office, this 31 day of May, 2023.
March Silver Public
AMANDA S WENTZEL Notary Public, State of Ohio My Commission Expires: 09-01-3-63-4 My Commission Expires 09-09-2024

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

IXI No

[103	kr] 1.10	
which such perso	n is connected; (3) the name	and title of such person, (2) the name of the legal entity to and title of the elected city official or department head to, and (4) the precise nature of such familial relationship.

[] Vec

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

			o, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
	[] Yes	[X] No	
the			licly traded on any exchange, is any officer or director of ode scofflaw or problem landlord pursuant to MCC Section
	[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
as		w or problem	ntify below the name of each person or legal entity identified landlord and the address of each building or buildings to which
	N/A		

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting	g this EDS. Include d/b/a/ if applicable:
Nationwide Life and Annuity Insurance Comp	any, an Ohio corporation
Check ONE of the following three boxes:	
the contract, transaction or other undertaking to v	cipated to hold within six months after City action on which this EDS pertains (referred to below as the f 7.5% in the Applicant. State the Applicant's legal
OR 3. [] a legal entity with a direct or indirect r State the legal name of the entity in which the Di	right of control of the Applicant (see Section II(B)(1)) sclosing Party holds a right of control:
B. Business address of the Disclosing Party:	Nationwide Life and Annuity Insurance Company c/o Affinius Capital LLC 9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230
C. Telephone: (210) 641-8400 Fax:	N/A Email: luke.stephens@affiniuscapital.com
D. Name of contact person: Luke Stephens	
E. Federal Employer Identification No. (if you h	ave one):
property, if applicable):	EDS pertains. (Include project number and location of e for property located at 4510 W. Ann Lurie Place,
G. Which City agency or department is requesting	ng this EDS?Department of Planning and Development
If the Matter is a contract being handled by the C complete the following:	ity's Department of Procurement Services, please
Specification # N/A	and Contract #N/A
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [] Person [] Limited liability company [] Limited liability partnership Publicly registered business corporation [X] Privately held business [] Joint venture [] Not-for-profit corporation corporation (Is the not-for-profit corporation also a 501(c)(3))? Sole proprietorship [] General partnership [] Yes []No [] Limited partnership [] Other (please specify) [] Trust 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Ohio 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? [] Yes Organized in Illinois [X]No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of 1. the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. NOTE: Each legal entity listed below must submit an EDS on its own behalf. Name Title CEO Kirt A. Walker Chairman of the Board Jeffrey W. Zellers 2. Please provide the following information concerning each person or legal entity having a direct or

indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a

corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

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limited liability of state "None."	company, or interest of a beneficiary	of a trust, estate or other similar enti	ity. If none,
NOTE: Each leg	al entity listed below may be require	d to submit an EDS on its own beha	lf.
Name. None	Business Address	Percentage Interest in the	Applicant
SECTION III OFFICIALS	· INCOME OR COMPENSATION	TO, OR OWNERSHIP BY, CIT	Y ELECTE
Has the Disclosin	ng Party provided any income or com preceding the date of this EDS?	npensation to any City elected official	al during the [X] No
	ing Party reasonably expect to provious uring the 12-month period following	•	ny City [X] No
	of the above, please identify below the come or compensation:	he name(s) of such City elected office	cial(s) and
inquiry, any City	ected official or, to the best of the Di relected official's spouse or domestic the Municipal Code of Chicago ("M [X] No	sclosing Party's knowledge after rea partner, have a financial interest (as	
	dentify below the name(s) of such Circuit scribe the financial interest(s).	ty elected official(s) and/or spouse(s	s)/domestic

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.			
N/A						
(Add sheets if necessary)						
[X] Check here if the Disc	closing Part	y has not retained, nor expects to ret	ain, any such persons or entities.			
SECTION V CERTIF	FICATION	S				
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE				
	•	antial owners of business entities the support obligations throughout the	•			
	•	ectly owns 10% or more of the Disc tions by any Illinois court of compe	- •			
[] Yes [X] No []]	No person d	irectly or indirectly owns 10% or m	ore of the Disclosing Party.			
If "Yes," has the person entire is the person in compliant		a court-approved agreement for paying agreement?	ment of all support owed and			
[] Yes [X] No						
B. FURTHER CERTIFIC	CATIONS					
Procurement Services.] I Party nor any Affiliated E performance of any publicinspector general, or integinvestigative, or other simulativity of specified agents	n the 5-year cative (see decontract, to grity complication) and the complication of the complication of the cations are seen decomplications of the cations are seen decomplications are seen decomplications are seen decomplications are seen decomplications.	the Matter is a contract being handled period preceding the date of this Electrication in (5) below] has engaged, the services of an integrity monitor, is ance consultant (i.e., an individual of designated by a public agency to help as well as help the vendors reform the	OS, neither the Disclosing in connection with the independent private sector or entity with legal, auditing, p the agency monitor the neir business practices so they			

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

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

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Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below: N/A
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). N/A
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none. indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. N/A
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 The Disclosing Party certifies that the Disclosing Party (check one) is [X] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

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

MCC Section 2-32	2-455(b)) is a predatory lender with	because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
N/A	onal pages if necessary):	
·		
	" the word "None," or no response a amed that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICAT	ION REGARDING FINANCIAL I	NTEREST IN CITY BUSINESS
Any words or tern	ns defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
[] Yes	[X] No	
-	ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employed other person or entaxes or assessment "City Property Sal	ee shall have a financial interest in tity in the purchase of any property ats, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[X] No	
		mes and business addresses of the City officials fy the nature of the financial interest:
Name N/A	Business Address	Nature of Financial Interest
	g Party further certifies that no probity official or employee.	ibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary): N/A

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

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

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

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

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing Part	y the Applicant?	
[] Yes	[] No	
If "Yes," answer the the	nree questions be	elow:
 Have you develop federal regulations? (Yes 	See 41 CFR Part	ave on file affirmative action programs pursuant to applicable (60-2.)
	s, or the Equal Er irements?	orting Committee, the Director of the Office of Federal Contract imployment Opportunity Commission all reports due under the [] Reports not required
3. Have you participal equal opportunity class [] Yes	use?	ous contracts or subcontracts subject to the
If you checked "No" t	o question (1) or	(2) above, please provide an explanation:
	·····	

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

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CERTIFICATION

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

See Attached	i	
(Print or type exa	act legal name of Disclos	sing Party)
Ву:		
(Sign here	e)	
		
(Print or type nar	me of person signing)	
	\	
(Print or type titl	e of person signing)	
Signed and swor	n to before me on (date)	
at	County,	(state).
Notary Pu	ıblic	
Commission exp	ires:	

NATIONWIDE LIFE AND ANNUITY INSURANCE COMPANY, an Ohio corporation

By: Denna Denna C. Kohal Name: Denna C. Kohal Title: Some Turkfrod Pasterrown!
STATE OF OHIO SECOUNTY OF Franklin SECOUNT
Personally appeared before me, <u>Dennis C. Fisher</u> , Notary Public, <u>Amanda Wenttel</u> . with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the <u>Signatury</u> of NATIONWIDE LIFE AND ANNUITY INSURANCE COMPANY, an Ohio corporation, and is authorized to execute this
instrument. WITNESS my hand, at office, this 31 day of May, 2023.
AMANDA S WENTZEL Notary Public, State of Ohio My Commission Expires:09-04-2024

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

X] No

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

| | Yes

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[X] No	
		blicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
• , ,	cofflaw or problen	entify below the name of each person or legal entity identified a landlord and the address of each building or buildings to which
N/A		

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:
Nationwide Life Insurance Company, an Ohio corporation
Check ONE of the following three boxes:
Indicate whether the Disclosing Party submitting this EDS is: 1. [] the Applicant OR
2. [X] a legal entity currently holding, or anticipated to hold within six months after City action on the contract, transaction or other undertaking to which this EDS pertains (referred to below as the "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal name: RLP III Pulaski 55 Owner, LLC
OR 3. [] a legal entity with a direct or indirect right of control of the Applicant (see Section II(B)(1)) State the legal name of the entity in which the Disclosing Party holds a right of control:
B. Business address of the Disclosing Party: Nationwide Life Insurance Company c/o Affinius Capital 9830 Colonnade Blvd., Suite 600 San Antonio, Texas 78230
C. Telephone: (210) 641-8400 Fax: N/A Email: luke.stephens@affiniuscapital.com
D. Name of contact person: <u>Luke Stephens</u>
E. Federal Employer Identification No. (if you have one):
F. Brief description of the Matter to which this EDS pertains. (Include project number and location of property, if applicable): Application for a Class 6b Property Tax Incentive for property located at 4510 W. Ann Lurie Place, Chicago, IL
G. Which City agency or department is requesting this EDS? Department of Planning and Development
If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:
Specification # N/A and Contract # N/A
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [] Person [] Limited liability company Publicly registered business corporation [] Limited liability partnership [X] Privately held business [] Joint venture corporation [] Not-for-profit corporation [] Sole proprietorship (Is the not-for-profit corporation also a 501(c)(3))? [] General partnership [] Yes []No [] Limited partnership [] Other (please specify) [] Trust 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Ohio 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? Organized in Illinois [] Yes [X]No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: List below the full names and titles, if applicable, of: (i) all executive officers and all directors of 1. the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant. NOTE: Each legal entity listed below must submit an EDS on its own behalf. Name Title CEO Kirt A. Walker Chairman of the Board Jeffrey W. Zellers

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a

corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

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limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." **NOTE**: Each legal entity listed below may be required to submit an EDS on its own behalf. Business Address Name Percentage Interest in the Applicant None SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED **OFFICIALS** Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? [] Yes [X] No Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? [] Yes [X] No If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation: Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party? [] Yes [X] No If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
N/A			not an acceptable response.
(Add sheets if necessary)			
[X] Check here if the Disc	losing Party	has not retained, nor expects to re-	tain, any such persons or entities.
SECTION V CERTIF	ICATION	S	
A. COURT-ORDERED C	CHILD SUF	PPORT COMPLIANCE	
		antial owners of business entities the support obligations throughout the	
	•	ectly owns 10% or more of the Disc tions by any Illinois court of compe	-
[] Yes [X] No [] N	Vo person d	irectly or indirectly owns 10% or m	ore of the Disclosing Party.
If "Yes," has the person en is the person in complianc		court-approved agreement for pay agreement?	ment of all support owed and
[] Yes [X] No			
B. FURTHER CERTIFIC	ATIONS		
Procurement Services.] In Party nor any Affiliated En performance of any public inspector general, or integral investigative, or other similar	n the 5-year ntity [<u>see</u> de contract, th rity complia ilar skills, d	he Matter is a contract being handle period preceding the date of this Electinition in (5) below] has engaged, he services of an integrity monitor, ance consultant (i.e., an individual of lesignated by a public agency to help as well as help the vendors reform the	DS, neither the Disclosing in connection with the independent private sector or entity with legal, auditing, p the agency monitor the

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

can be considered for agency contracts in the future, or continue with a contract in progress).

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below: N/A
If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.
12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none"). N/A
13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient. N/A
C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
 1. The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not
a "financial institution" as defined in MCC Section 2-32-455(b).
2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

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

MCC Section 2-32		necause it or any of its affiliates (as defined in the meaning of MCC Chapter 2-32, explain
	" the word "None," or no response a med that the Disclosing Party certif	ppears on the lines above, it will be fied to the above statements.
D. CERTIFICAT	ION REGARDING FINANCIAL II	NTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
[] Yes	[X] No	
	ecked "Yes" to Item $D(1)$, proceed to Items $D(2)$ and $D(3)$ and proceed to	o Items D(2) and D(3). If you checked "No" Part E.
official or employed other person or entaxes or assessment "City Property Sal	ee shall have a financial interest in latity in the purchase of any property ats, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain e meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[Yes	[X] No	
-	· · · ·	mes and business addresses of the City officials fy the nature of the financial interest:
Name N/A	Business Address	Nature of Financial Interest
•	g Party further certifies that no proh ity official or employee.	ibited financial interest in the Matter will be

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
X 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary): N/A
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None"

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

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

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

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

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

Is the Disclosing Party the Applicant?

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

[] Yes		
If "Yes," answer the three	questions belo	ow:
 Have you developed as federal regulations? (See Yes 	41 CFR Part 6	re on file affirmative action programs pursuant to applicable 60-2.)
Compliance Programs, or applicable filing requirem	the Equal Empents?	ing Committee, the Director of the Office of Federal Contra- ployment Opportunity Commission all reports due under the
[] Yes	[] No	[] Reports not required
3. Have you participated equal opportunity clause? [] Yes		us contracts or subcontracts subject to the
t. J		2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

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CERTIFICATION

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

See Attac	hed		
(Print or type	exact legal name of Disclosi	ng Party)	
By:			
(Sign h	nere)		
/D !			
(Print or type	name of person signing)		
(Print or type	title of person signing)		
Signed and sw	vorn to before me on (date) _		_
at	County.	(state).	
Notary	Public		
Commission e	expires:		

NATIONWIDE LIFE INSURANCE COMPANY, an Ohio corporation

By: Dennis C. Fisher Name: Dennis C. Fisher Title: Senne Insertment Proofe; noun!	
STATE OF <u>OHIO</u> § COUNTY OF <u>Franklin</u> §	
Personally appeared before me, Denn's C. Fister, Notary in Amana 5- wentzel, with whom I am personally acquainted, and acknowledged that he executed the within instrument for the purposes therein contained, and further acknowledged that he is the Signatury of NATIONWIDE INSURANCE COMPANY, an Ohio corporation, and is authorized to execute this instrument.	d who LIFE
WITNESS my hand, at office, this 31 day of May , 2023. AMANDA S WENTZEL Notary Public, State of Ohio My Commission Expires 09-09-2024	034

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

IXI No

1 1	[
which such person	is connected; (3) the nam	e and title of such person, (2) the name of the legal entity to e and title of the elected city official or department head to o, and (4) the precise nature of such familial relationship.

I I Yes

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[X] No	
		ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
• • • • •	cofflaw or probler	lentify below the name of each person or legal entity identified n landlord and the address of each building or buildings to which
N/A		

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

A. Legal name of the	he Disclosing P	arty submittii	ng this EDS. Inc	clude d/b/a/	if applicable:	
Teacher I	Retirement Syst	tem of Texas,	a Texas public	pension		<u>-</u>
Check ONE of the	following thre	ee boxes:				
the contract, transaction "Matter"), a direct contract of the contract, transaction of the contract of the contract, transaction of the contract of	icant Intity currently hetion or other under the interest interes	nolding, or an adertaking to est in excess on a laski 55 Own ect or indirect	ticipated to hold which this EDS of 7.5% in the A ner, LLC right of control	pertains (re pplicant. So of the Appl	icant (see Section	the s legal
B. Business address	s of the Disclos	ing Party:	9830 Colonnac San Antonio, T			
C. Telephone: (2)	0) 641-8400	Fax:	N/A	_ Email: lui	ke.stephens@affin	iuscapital.com
D. Name of contact	person: Li	uke Stephens				
E. Federal Employ	er Identification	n No. (if you l	nave one):		:	
F. Brief description property, if applicable Application for a Cl Chicago, IL	ole): ass 6b Property	Tax Incentiv	• ,			
G. Which City ager	ncy or departme	ent is requesti	ng this EDS? De	epartment o	f Planning and De	velopment
If the Matter is a co complete the follow		ndled by the (City's Departmen	nt of Procur	ement Services, pl	ease
Specification #	N/A		and Contract #	N/	/Λ	· · · · · · · · · · · · · · · · · · ·
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SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

[] Privately held business corporation [] Sole proprietorship [] General partnership [] Limited partnership [] Trust [] Trust [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 5 [] Yes [] No [X] Other (please specify) public pension	501(c)(3))?
2. For legal entities, the state (or foreign country) of incorporation or organization, if app	plicable:
Texas	
3. For legal entities not organized in the State of Illinois: Has the organization registered business in the State of Illinois as a foreign entity?	l to do
[] Yes [X] No [] Organized in Illinois	
B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:	
1. List below the full names and titles, if applicable, of: (i) all executive officers and a the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entitiare no such members, write "no members which are legal entities"); (iii) for trusts, estat similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for glimited partnerships, limited liability companies, limited liability partnerships or joi each general partner, managing member, manager or any other person or legal entity that indirectly controls the day-to-day management of the Applicant.	ies (if there es or other general or int ventures,
NOTE: Each legal entity listed below must submit an EDS on its own behalf.	
Name Title	
See Attached	

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a



Secretary's Certificate of Authority and Incumbency

- I, Katherine H. Farrell, Secretary to the Board of Trustees of the Teacher Retirement System of Texas, hereby certify that:
- I. The Board adopted the following resolutions on July 15, 2022, and such resolutions are in full force and effect and have not been amended, modified, superseded, rescinded, or repealed:

Board of Trustees

Revised General Authority Resolutions Adopted July 15, 2022

Investment Group

Resolved, That Investment Division employees holding the following TRS working titles are members of the "Investment Group":

Chief Investment Officer Senior Managing Director Senior Director Managing Director Director

Resolved further, That the Executive Director is authorized and directed to designate in writing those individual members of the **Investment Group** who are authorized within the investment areas designated by the Executive Director, in addition to the Chief Investment Officer, to take any one or more of the following actions authorized below in accordance with these resolutions until the authority is revoked.

Resolved further, That the Executive Director is authorized and directed to designate in writing, by investment area and category or item designation, the specific authorities granted to each authorized member of the **Investment Group**, until the authority is revoked.

A. General Authority for Investment Matters other than Derivatives

Resolved further, That the Chief Investment Officer and any other member of the **Investment Group** designated by the Executive Director as having such authority, in addition to any other authority expressly designated by the Executive Director under these resolutions, may act on behalf of TRS to:

- A1 Buy, sell, or give orders or instructions for transactions in currencies and securities, and any amendments or modifications of such orders or instructions.
- A2 Direct Investment Operations personnel to deliver, pay, expend, or receive cash, currencies, monies, securities (including restricted or Rule 144A securities) in connection with a contract to buy or sell securities.
- A3 Give directions and instructions to members of the **Trading Group** or External Managers relating to execution, brokerage, clearing or settlement of securities transactions.
- A4 Direct Investment Operations personnel to fund subscribed investment funds or capital called by investment funds; transfer funds or assets between custodial accounts, including External Manager separate accounts; transfer funds to pay fees under an investment contract; and to instruct other cash movements, including movements of cash to and from custodial accounts held by the Comptroller of Public Accounts and transfers of assets in kind for investment under an investment contract.

Notwithstanding any provision of this Section A, authority granted under this Section A does not extend to transactions in derivatives, which are governed exclusively by Section C of these resolutions.

B. Investment Contracting Authority other than Derivatives

Resolved further, That the Chief Investment Officer and any other member of the **Investment Group** designated by the Executive Director as having such authority, in addition to any other authority expressly designated by the Executive Director under these resolutions, may act on behalf of TRS to:

- Make, execute, deliver, waive, modify, amend, renew, extend, assign, terminate, or transfer, in each case in writing, investment-related documents, including without limitation, written contracts, investment management agreements, subscription agreements, capital commitments, account agreements, consents, certificates, powers of attorney, notes, deeds, security agreements, pledges, mortgages, endorsements, directions and instructions to amend, modify, fix, and execute written investment guidelines in investment management agreements with External Managers and fund managers, and any and all documents necessary or proper to effectuate the authority granted in this Section B.1.
- B2 Jointly with a member of the Financial Group or the Executive Group, execute investment fund redemption and withdrawal notices and instructions for the transfer or delivery by wire or physical transfer of cash or securities to a TRS account by a third- party fund, External Manager, account, debtor, except that an authorized member of the Investment Group may be the sole TRS signatory on subscription agreements, side letter agreements, or other investment-related documents executed by TRS in connection with a new investment, and any amendments or modifications to such documents and agreements other than redemption and withdrawal notices and corresponding instructions for the transfer or delivery by wire or physical transfer of cash or securities.

Notwithstanding any provision of this Section B, the authority granted under this Section B does not extend to transactions in derivatives, which are governed exclusively by Section C of these resolutions.

C. Derivatives Authority

Resolved further, That the Chief Investment Officer and any member of the **Investment Group** who is designated by the Executive Director as a member of the derivatives team, in addition to any authority expressly designated by the Executive Director under these resolutions is authorized may act on behalf of TRS to:

- C.1 Negotiate, make, fix, execute, waive, amend, modify, renew, extend, transfer, assign, endorse, or terminate, in each case in writing, documents related to derivatives transactions, including without limitation, master agreements, schedules, credit support annexes, collateral-management agreements, transaction confirmations, account agreements, and clearing agreements, and deliverables relating to such documents and agreements.
- Make, execute, waive, amend, modify, renew, extend, transfer, assign, endorse, or terminate, in each case in writing, disclosures, questionnaires, elections, certifications, or other administrative documents and deliverables related to derivatives accounts or transactions.
- C3 Jointly with a member of the Financial Group or the Executive Group, execute, amend, modify, or terminate documents, directions, and instructions to deliver and pay cash, currencies, monies, or securities, to margin, collateralize, or settle derivatives transactions.
- C.4 Direct Investment Operations personnel to receive cash, currencies, monies, or securities, to margin, collateralize, or settle derivatives transactions.
- C.5 Buy, sell, or give orders or instructions for transactions in derivatives, and any amendments or modifications of such orders or instructions.
- C.6 Give directions and instructions to members of the **Trading Group** or External Managers relating to execution, brokerage, clearing or settlement of derivatives transactions.

Financial Group

Resolved further, That the "Financial Group" comprises employees holding the following TRS working titles:

Chief Financial Officer
Deputy Chief Financial Officer

Senior Director of Investment Accounting
Manager of Investment Accounting

Director of Budget and Financial Analysis

Resolved further, That each member of the Financial Group is authorized and empowered on behalf of TRS, jointly with an authorized member of the Investment Group or the Executive Group, to execute redemption and withdrawal notices and instructions for the transfer or delivery by wire or physical transfer of cash, collateral, margin, or securities to a TRS account by a third-party fund, account, debtor, or derivatives counterparty, except that an authorized member of the Investment Group may be the sole TRS signatory on subscription agreements and side letter agreements and any amendments to subscription agreements or side letter agreements.

Resolved further, That each member of the Financial Group is authorized and empowered on behalf of TRS, to execute authorizations to fund subscribed investment funds or capital called by investment funds; transfer funds or assets between custodial accounts, including External Manager separate accounts; transfer funds to pay fees under an investment contract; instruct other cash movements, including movements of assets to and from custodial accounts held by the Comptroller of Public Accounts and transfers of assets in kind for investment under an investment contract.

Resolved further, That each member of the **Financial Group** is authorized and empowered on behalf of TRS to authorize and direct members of the Investment Accounting team to verify or confirm to a custodian or prime broker any order for the transfer or delivery of currencies, monies, securities, or contracts to any other person.

Executive Group

Resolved further, That the "Executive Group" comprises employees holding the TRS working titles of Executive Director and Deputy Director, and each member of the Executive Group is authorized and empowered to perform, with respect to a particular matter or transaction, any and all of the acts that any and all employees in the Investment Group or the Financial Group are authorized to perform, except that when joint action by a member of the Investment Group and a member of the Financial Group is required, only one member of the Executive Group may act jointly with a member of either of the Investment Group or the Financial Group.

Trading Group

Resolved further, That the "Trading Group" comprises the employees holding the following TRS working titles: Managing Director, Director, and Trader. Each member of the Trading Group is authorized and empowered on behalf of TRS to take the following actions: to place orders or agree with brokers, dealers and market-makers to purchase or sell securities, derivatives, forward contracts, or currency; to monitor and supervise execution and settlement of such orders or agreements; and to negotiate, fix, and vary the commissions, spreads, or discounts for individual orders or agreements to purchase or sell securities, derivatives, forward contracts, or currency.

Fixed Income, Currency, and Commodities Trading Group

Resolved further, That the "Fixed Income, Currency, and Commodities ("FICC") Trading Group" comprises the employees holding the following TRS working titles: FICC Trader. Each member of the FICC Trading Group is authorized and empowered on behalf of TRS to take the following actions: to place orders or agree with brokers, dealers and market-makers to purchase or sell fixed income securities, derivatives, forward contracts, or currency; to monitor and supervise execution and settlement of such orders or agreements; and to negotiate, fix and vary the commissions, spreads, or discounts for individual orders or agreements to purchase or sell fixed income securities, derivatives, forward contracts, or currency.

Chief Compliance Officer

Resolved further, That the "Chief Compliance Officer" is authorized and empowered on behalf of TRS to take the following actions: to execute and deliver compliance-related disclosures, reports, filings, and certifications and, with the Chief Investment Officer and Executive Director's approval, to develop, disseminate and collect disclosure forms to monitor the requirements of the Investment Policy Statement.

- II. Attached as Exhibit A is a listing of the names of current TRS employees holding the working titles in the Investment Group as described in the foregoing resolution and designated by the Executive Director to act on behalf of TRS. Opposite each employee's name and working title is a true facsimile of that employee's signature.
- III. Attached as Exhibit B is a listing of the names of current TRS employees holding working titles in the Financial Group as described in the foregoing resolution and opposite each employee's name and working title is a true facsimile of that employee's signature.
- IV. Attached as Exhibit C is a listing of the names of current TRS employees holding working titles in the Executive Group as described in the foregoing resolution and opposite each employee's name and working title is a true facsimile of that employee's signature.
- V. Attached as Exhibit D is a listing of the names of current TRS employees holding working titles in the Trading Group as described in the foregoing resolution and opposite each employee's name and working title is a true facsimile of that employee's signature.
- VI. Attached as Exhibit E is a listing of the names of current TRS employees holding working titles in the Fixed Income Currency, and Commodities Trading Group as described in the foregoing resolution and opposite each employee's name and working title is a true facsimile of that employee's signature.
- VII. Attached as Exhibit F is a listing of the name of the current TRS employee holding working title in the Chief Compliance Officer as described in the foregoing resolution and opposite each employee's name and working title is a true facsimile of that employee's signature.

In witness whereof, I subscribe my name this 28 day of April , 2023

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Katherine H. Farrell

Secretary to the Board of Trustees

Exhibit A to Board Secretary's Certificate of Authority and Incumbency

I, Brian K. Guthrie, Executive Director of the Teacher Retirement System of Texas, pursuant to the foregoing resolution of the Board of Trustees, hereby designate the following members of the **Investment Group** as employees who are authorized to act on behalf of TRS as follows:

Authority Categories:

- A. Resolution sections A.1, .2, .3, and .4 General Authority for Investment Matters other than Derivatives.
- B. Resolution sections B.1 and .2 Investment Contracting Authority other than Derivatives.
- C. Resolution sections C.1, .2, .3, .4, .5 and .6 Derivatives Authority.

Investment Management

Working Title	Name of <u>Incumbent</u>	Designated <u>Authority</u>	Specimen Signature	
Chief Investment Officer	Jase Auby	A, B and C	Digitally signed by Jave Auby Date: 2021 09:09 16:22:28-05:00'	
Senior Managing Director	Katy Hoffman	A, B and C	Katy Hoffman Date: 2021.09.0 15:57-53-05:00	9 9

Administration and Investment Operations

Working Title	Name of Incumbent	Designated <u>Authority</u>	Specimen Signature
Director	Kendall Courtney	B, C₂	O estably signed by Xendall Courtney Det. ca-Kendall Courtney, ow 185, out Service have slaved Manages, made-bendall Courtney plans feezu you C-U5 Only 2021 09 10 09-53-24 05/007

I, Brian K. Guthrie, Executive Director of the Teacher Retirement System of Texas, pursuant to the foregoing resolution of the Board of Trustees, hereby designate the following members of the **Investment Group** as employees who are authorized to act on behalf of TRS as follows:

Authority Categories:

- A. Resolution sections A.1, .2, .3, and .4 General Authority for Investment Matters other than Derivatives.
- B. Resolution sections B.1 and .2 Investment Contracting Authority other than Derivatives.
- C. Resolution sections C.1, .2, .3, .4, .5 and .6 Derivatives Authority.

Global Public Markets - Internal Fundamental Management and Public Market Group Strategies

		<u>Designated</u>	
Working Title	Name of Incumbent	Authority	Specimen Signature
Senior Managing Director	Dale West	A, B and C	OocuSigned by: CSF700907CDCC8. DocuSigned by:
Senior Managing Director	Mohan Balachandran	A, B and C	Journal STABEADE 150C4C7
Senior Director	KJ Van Ackeren	A, B and C	DocuSigned by.
Senior Director	Patrick Cosgrove	A, B and C	DocuSigned by: C1704278A7F24U9 DocuSigned by:
Senior Director	Brad Gilbert	A, B and C	Bullitt
Director	Mark Albert	$A_{i \cdot 3}$ and C	Docusigned by: Mark Albert MEDINGLESSIONS.
Director	Shayne McGuire	A and C	——DocuSigned by·
Director	B. Michael Poustovoi	A ₁₋₃ and C	Michael Poustonoi
Director	Joel Hinkhouse	A_{1-3} and C	Docusigned by:

Director	Kyle Schmidt	A ₁₋₃ and C	79AFU90SFB40400
Director	Mark Cassens	A_{1-3} and C	Mark Cassens SF3EH2C80FC540D
Director	Lee Carter	A	Occusioned by: Letter 3880CFF155H0495
Director	Frank Crown	Α	DocuSigned by: BESBB43B21774DB DocuSigned by:
			Brian K Guthrie Executive Director

I, Brian K. Guthrie, Executive Director of the Teacher Retirement System of Texas, pursuant to the foregoing resolution of the Board of Trustees, hereby designate the following members of the **Investment Group** as employees who are authorized to act on behalf of TRS as follows:

Authority Categories:

- A. Resolution sections A.1, .2, .3, and .4 General Authority for Investment Matters other than Derivatives.
- B. Resolution sections B.1 and .2 Investment Contracting Authority other than Derivatives.
- C. Resolution sections C.1, .2, .3, .4, .5 and .6 Derivatives Authority.

Global Public Markets - Multi-Asset Strategy Group, Risk and Portfolio Management

Working Title	Name of Incumbent	Designated <u>Authority</u>	Specimen Signature
Senior Managing Director	Mohan Balachandran	A, B and C	DocuSigned by: 32ABEA0E 150C4C7
Senior Managing Director	Dale West	A, B and C	DocuSigned by: DocuSigned by: C8F7D0907C0C4C6
· Senior Managing Director	James Nield	A, B and C	Jones Mill 1DE546C4SEA643E.
Senior Director	Brad Gilbert	A, B and C	Pocusigned by: Robot Color of the Color of t
Director	Mark Albert	A and C	The are Abert
Director	Wayne Speer	A and C	Wayne Speer 74AD31878945403.
Director	Mark Telschow	A, B and C	DocuSigned by:

Director	Kyle Schmidt	A and C	
Director	Matt Talbert	A and C	DocuSigned by: Lan Talbant E3C712083BA7430.
Director	Mike Simmons	A and C	DocuSigned by: 9188F46FBF7043A.

I, Brian K. Guthrie, Executive Director of the Teacher Retirement System of Texas, pursuant to the foregoing resolution of the Board of Trustees, hereby designate the following members of the **Investment Group** as employees who are authorized to act on behalf of TRS as follows:

Authority Categories:

- A. Resolution sections A.1, .2, .3, and .4 General Authority for Investment Matters other than Derivatives.
- B. Resolution sections B.1 and .2 Investment Contracting Authority other than Derivatives.
- C. Resolution sections C.1, .2, .3, .4, .5 and .6 Derivatives Authority.

Global Public Markets - External Public Markets

Working Title	Name of Incumbent	Designated <u>Authority</u>	Specimen Signature
Senior Managing Director	Dale West	A, B and C	Dale West, o≃Teacher Retirement System of Texas, our Sennor Managing Oraction, email-dale west@irs.texas.gov, c=US 2021.01.12 11.28.14-06'00'
Senior Director, Head of External Public Markets	Brad Gilbert	A, B and C	Brad Gilbert cn-Brad Gilbert, o=TRS, ou Senior Director, cmail=brad.gilbert@trs.texas.gov, c=US 2021.01.12 11:42:53-06'00'
	Joel Hinkhouse	A and B ₁	Joel Hinkhouse cn=Joel Hinkhouse, o≃TRS, ou=Director, email=joel.hinkhouse@trs.texas gov, c=US
Director		-	Digitally signed by Steven Wilson ON: cn=Steven Wilson, o=185, ou=Director, email=steven.wilson@trstexas.gov, c=US Outer 2021.01.12 15:53:31 06:00'
Director	Steven Wilson	A and B_1	Lulu Llano cn=Lulu Llano, o= Feacher Retirement System of Texas, ou=Director,
Director	Lulu Llano	A and B ₁	email=lufu.llano@trs.texas.gov, c=US 3021.01.13 15:58:63 06:00 Jean-Benoit Oaumerie cn=Jean-Benoit Oaumerie, o=Teacher
Director	Jean-Benoit Daumerie	A, B and C1	Retirement System of Fexas, ou=Director, email=jean-benoit.daumerle@hrs texas gov, c=US 2021 01.12 17-11-07 -06'00'
Director	Scott Gonsoulin	A and B1	Digitally signed by Scott Gonsoulin DN. cn=Scott Gonsoulin, anteacher Retirement System of Texas, ou=Director, email-scott gonsoulineatrs texas gov. c=US Date: 2021 01.13 11 48.32-06 00
			Buan & Getting



I, Brian K. Guthric, Executive Director of the Teacher Retirement System of Texas, pursuant to the foregoing resolution of the Board of Trustees, hereby designate the following members of the **Investment Group** as employees who are authorized to act on behalf of TRS as follows:

Authority Categories:

- A. Resolution sections A.1, .2, .3, and .4 General Authority for Investment Matters other than Derivatives.
- B. Resolution sections B.1 and .2 Investment Contracting Authority other than Derivatives.
- C. Resolution sections C.1, .2, .3, .4, .5 and .6 Derivatives Authority.

Global Public Markets - Special Opportunities

Working Title	Name of Incumbent	Designated <u>Authority</u>	Specimen Signature
Senior Managing Director	Mohan Balachandran	A, B and C	DocuSigned by:
Senior Managing Director	Dale West	A, B and C	DocuSigned by: Jaly Wet
Senior Director	Ashley Baum	A, B and C	DocuSigned by:
Senior Director	Brad Gilbert	A, B and C	PocuSigned by: Rul (a) (b) 1 75C70068B081401
Director	Michael Phillips	A and B ₁	DocuSigned by: 5747408-00860488

I, Brian K. Guthrie, Executive Director of the Teacher Retirement System of Texas, pursuant to the foregoing resolution of the Board of Trustees, hereby designate the following members of the **Investment Group** as employees who are authorized to act on behalf of TRS as follows:

Authority Categories:

- A. Resolution sections A.1, .2, .3, and .4 General Authority for Investment Matters other than Derivatives.
- B. Resolution sections B.1 and .2 Investment Contracting Authority other than Derivatives.
- C. Resolution sections C.1, .2, .3, .4, .5 and .6 Derivatives Authority.

Private Equity / Real Assets / Emerging Managers/ Energy and Natural Resources

Working Title	<u>Name of</u> <u>Incumbent</u>	<u>Designated</u> Authority	Specimen Signature
Senior Managing Director	Eric L. Lang	A and B	— DocuSigned by: ————————————————————————————————————
Managing Director	Neil Randall	A and B	COTZMODENBADS. DocuSigned by:
Senior Director	Carolyn Hansard	A and B	Carog P. Harris
Senior Director	Grant Walker	A and B	DocuSigned by. Jack Clubbe 39-209543-68479
Senior Director	Kirk Sims	A and B	Docusigned by:
Director	Brendan Cooper	A and B	Occusigned by: 9488D638806349F
Director	Daniel Judd	A and B	DocuBig ned by
Director	Craig Rochette	A and B	DocuSigned by:
Director	Jennifer Wenzel	A and B	DocuSigned by:
Director	Matt Halstead	A and B	DocuSigned by: D7CER80CD4D2441



Director	Jared Morris	A and B	Docusigned by:
Director	Kaitlin Miles	A and B	E000A7E01C1A47C DocuSigned by:
Director	Mike Lazorik	A and B	53175F52C1F2433 — 00cuStgned by:
Director	Ryan Zafereo	A and B	90020145DE2A4BD. ————————————————————————————————————
Director	Scott Ramsower	A and B	Seth Pumberer E240C1F098AD480 DocuStgned by:
Director	Tamara Polewik	A and B	FROM SATFOCOBACA
Director	William Carpenter	A and B	Docusigned by: Will EC9E98FF4DDA4F6
Director	Justin Wang	A and B	Docustigned by:

Financial Group Authority

Exhibit B to Board Secretary's Certificate of Authority and Incumbency

I, Brian K. Guthrie, Executive Director of the Teacher Retirement System of Texas, hereby designate the following members of the **Financial Group** as employees who are authorized to act on behalf of TRS pursuant to the foregoing resolution of the Board of Trustees:

Working Title	Name of Incumbent	Specimen Signature
Chief Financial Officer	Don Green	Don Green cn=Don Green, o=TRS, nu=Chief Financial Officer, email=don, green et s texas gov, c=US 2022 08 08 15:57 44-0500'
Deputy Chief Financial Officer	Janie Duarte	Somie Duarde 2022.07.28 12:01:37 -05'00'
Director of Budget & Financial Analysis	Jessica Brown	Digitally signed by Jessica Brown Date: 2022.07.28 10:28:50-05:00
Senior Director of Investment Accounting	Eddie Chan	Man S . A Digitally signed by Eddie Chan Date: 2022.07.20 16:34:41 -05'00'
Manager of Investment Accounting	Roberto Vasquez	Digitally signed by Roberto Vasquez Date: 2022.07.21 10:03:26 -05'00'
Manager of Investment Accounting	Simin Pang	Sinin Pang Digitally signed by Simin Pang Date: 2022.07.20 22:39:14 -05'00'

Executive Group Authority

Exhibit C to Board Secretary's Certificate of Authority and Incumbency

I, Brian K. Guthrie, Executive Director of the Teacher Retirement System of Texas, hereby acknowledge or designate the following members of the **Executive Group** as employees who are authorized to act on behalf of TRS pursuant to the foregoing resolution of the Board of Trustees:

Working Title	Name of Incumbent	Specimen Signature
Executive Director	Brian K. Guthrie	Bubett
Deputy Director	Andrew Roth	Dudiewhol

Trading Group Authority

Exhibit D to Board Secretary's Certificate of Authority and Incumbency

I, Brian K. Guthrie, Executive Director of the Teacher Retirement System of Texas, hereby designate the following members of the **Trading Group** as employees who are authorized to act on behalf of TRS pursuant to the foregoing resolution of the Board of Trustees:

Working Title	Name of Incumbent	Specimen Signature
Senior Director	Jaime Llano	Parmoning B152F873A5244E9
Director	Demetrius Pope	Demetrius Pope 3F5E20384825488
Director	Steve Peterson	OocuSigned by:
Trader	Andrew Moynihan	DocuSigned by:
Trader	Don Stanley	Docustyned by: Don Standa. C887A742DAB841E
Trader	Sean Letcher	Scan Letcher —400028488888888888888888888888888888888
Trader	Brandon Bilton	DocuSigned by:



Fixed Income, Currency, and Commodities Trading Group Authority

Exhibit E to Board Secretary's Certificate of Authority and Incumbency

I, Brian K. Guthrie, Executive Director of the Teacher Retirement System of Texas, hereby designate the following members of the **Fixed Income**, **Currency**, and **Commodities Trading Group** as employees who are authorized to act on behalf of TRS pursuant to the foregoing resolution of the Board of Trustees:

Working Title	Name of Incumbent	Specimen Signature
FICC Trader	Andrew Arts	Onder Coo
FICC Trader	Andrew Moynihan	OccuSigned by:
FICC Trader	Eddie Pluhar	DocuSigned by:
FICC Trader	Gabriel Salinas	DocuSigned by: SE6A08608C08482
FICC Trader	Hasim Mardin	DocuSigned by: AESEC4F7C5A5488
FICC Trader	Jaime Llano	Parmolino BISZF87JASZ44E9
FICC Trader	Solomon Gold	John Mold
FICC Trader	Steven Lambert	Docusigned by: Lan Jambert BEFTFACHFSEMEE

FICC Trader	Sudhanshu Pathak	Subject Police SHCJ.94504BDF4DZ
FICC Trader	Brandon Bilton	DocuSigned by: 9A 162 1385C7 344P
FICC Trader	Alex Zhang	Docusigned by: JE DA SEBSONDSTRITATO

Brian K. Guthrie, Executive Director

Chief Compliance Officer Authority

Exhibit F to Board Secretary's Certificate of Authority and Incumbency

I, Brian K. Guthrie, Executive Director of the Teacher Retirement System of Texas, hereby designate the following as the Chief Compliance Officer who is authorized to act on behalf of TRS pursuant to the foregoing resolution of the Board of Trustees:

Working Title Name of Incumbent Specimen Signature

Chief Compliance Officer Heather Traeger

Brian K. Outhrie, Executive Director

Name None	Business Address	Percentage In	terest in the	Applicant
SECTION III OFFICIALS	INCOME OR COMPENSATION	N TO, OR OWNERSH	IP BY, CIT	Y ELECTEI
	ing Party provided any income or cond preceding the date of this EDS?	npensation to any City 6	elected offici	al during the [X] No
	osing Party reasonably expect to providuring the 12-month period following	•		ny City [x] No
-	r of the above, please identify below to	he name(s) of such City	elected offi	cial(s) and
inquiry, any Cit	elected official or, to the best of the Dicy elected official's spouse or domestic of the Municipal Code of Chicago ("M	c partner, have a financi	al interest (a	
• 1	identify below the name(s) of such Ci lescribe the financial interest(s).	ty elected official(s) an	d/or spouse(s	s)/domestic

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

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.				
N/A N/A							
(4.11.1							
(Add sheets if necessary)							
[X] Check here if the Disc	closing Part	y has not retained, nor expects to re-	tain, any such persons or entities.				
SECTION V CERTII	FICATION	S					
A. COURT-ORDERED	CHILD SU	PPORT COMPLIANCE					
	•	antial owners of business entities the support obligations throughout the	-				
* *	•	ectly owns 10% or more of the Disc ations by any Illinois court of compe	<u> </u>				
Yes [X] No [] No person directly or indirectly owns 10% or more of the Disclosing Party.							
If "Yes," has the person e is the person in complian		a court-approved agreement for pay agreement?	ment of all support owed and				
[] Yes [X] No		•					
B. FURTHER CERTIFIC	CATIONS						

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

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

C	. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further ertifications), the Disclosing Party must explain below: N/A
	the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively esumed that the Disclosing Party certified to the above statements.
of	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a emplete list of all current employees of the Disclosing Party who were, at any time during the 12-onth period preceding the date of this EDS, an employee, or elected or appointed official, of the City Chicago (if none, indicate with "N/A" or "none"). N/A
the of the po	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a mplete list of all gifts that the Disclosing Party has given or caused to be given, at any time during a 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed ficial, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything ade generally available to City employees or to the general public, or (ii) food or drink provided in a course of official City business and having a retail value of less than \$25 per recipient, or (iii) a ditical contribution otherwise duly reported as required by law (if none, indicate with "N/A" or one"). As to any gift listed below, please also list the name of the City recipient.
С.	CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION
1.	The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not
	a "financial institution" as defined in MCC Section 2-32-455(b).
2.	If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:
ple M	We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further edge that none of our affiliates is, and none of them will become, a predatory lender as defined in CC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a edatory lender may result in the loss of the privilege of doing business with the City."

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

MCC Section 2-33		because it or any of its affiliates (as defined in in the meaning of MCC Chapter 2-32, explain
	" the word "None," or no response a med that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICAT	ION REGARDING FINANCIAL II	NTEREST IN CITY BUSINESS
Any words or term	ns defined in MCC Chapter 2-156 h	ave the same meanings if used in this Part D.
after reasonable in		ne best of the Disclosing Party's knowledge e of the City have a financial interest in his or ntity in the Matter?
[] Yes	[X] No	
•	ecked "Yes" to Item D(1), proceed Items D(2) and D(3) and proceed to	to Items D(2) and D(3). If you checked "No" o Part E.
official or employ other person or en taxes or assessmen "City Property Sal	ee shall have a financial interest in latity in the purchase of any property ats, or (iii) is sold by virtue of legal	idding, or otherwise permitted, no City elected his or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain he meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[X] No	
•	` , . <u>.</u>	mes and business addresses of the City officials fy the nature of the financial interest:
Name N/A	Business Address	Nature of Financial Interest
	g Party further certifies that no prohity official or employee.	ibited financial interest in the Matter will be

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.
\underline{X} 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary): N/A
(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts or

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party

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

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

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

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing Party the	Applicant?	v*
[] Yes	[] No	
If "Yes," answer the three q	uestions bel	ow:
 Have you developed and federal regulations? (See 4 Yes 	•	ve on file affirmative action programs pursuant to applicable 60-2.)
	he Equal Em	ting Committee, the Director of the Office of Federal Contract aployment Opportunity Commission all reports due under the
[] Yes	[] No	[] Reports not required
3. Have you participated in equal opportunity clause?	n any previo	us contracts or subcontracts subject to the
[] Yes	[] No	
If you checked "No" to que	stion (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

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

	See Attached	
(Print	or type exact legal name of Disclosing	Party)
Ву: _	(Sign here)	·
	(Sign here)	
(Print	or type name of person signing)	
(Deint		
(Friii	or type title of person signing)	
Signe	d and sworn to before me on (date)	
at	County,	(state).
	Notary Public	
Com	aissi a a carainnea	
COHIII	nission expires:	

TEACHER RETIREMENT SYSTEM OF TEXAS, a

Texas public pension plan and entity of the State of Texas

By: Auchew Roth Name: Andrew Roth	
Title: Deputy Director	
STATE OF TEXAS §	
COUNTY OF Travis	
Personally appeared before me, Andrew Roth, with whom I am personally acquaint the within instrument for the purposes therein contains the Deputy Director of Teacher Retirement System authorized to execute this instrument.	ned, and who further acknowledged that he is
WITNESS my hand, at office, this 2 day	of <u>June</u> , 2023.
CAROL J. LEE NOTARY PUBLIC STATE OF TEXAS MY COMM. EXP. 12/01/26	Notary Public My Commission Expires: 12/1/26

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[] Yes	[X] No	
which such persor	is connected; (3) the name	and title of such person, (2) the name of the legal entity to and title of the elected city official or department head to and (4) the precise nature of such familial relationship.

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

	N/A		
as	a building co		ntify below the name of each person or legal entity identified landlord and the address of each building or buildings to which
	[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applicant identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?			
	[] Yes	[X] No	
	Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code cofflaw or problem landlord pursuant to MCC Section 2-92-416?		

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

SECTION I -- GENERAL INFORMATION

Α.	Legal	name of	the Dis	closing	Party	submitting	this EDS.	Include d/b/a	/ if ar	oplicable:

4530 DISTRICT BLVD., INC., an Illinois corporation

4330 D131 KIC	IDLY	D., INC., all Illin	iois corporatio	11		
Check ONE of the follow	ing th	ree boxes:				
Indicate whether the Disclo 1. [X] the Applicant OR	osing F	Party submitting	this EDS is:			
2. [] a legal entity curche contract, transaction or 'Matter"), a direct or indirect or i	other	undertaking to v	vhich this ED	S pertains (referre	ed to below as the	•
OR 3. [] a legal entity with State the legal name of the			-)(1))
3. Business address of the	Disclo	osing Party:				
C. Telephone:	j	Fax:	• .	Email:	-	
D. Name of contact person	1:				· · -	
E. Federal Employer Iden	tificati	on No.:				
F. Brief description of the property, if applicable):	Matte	er to which this E	DS pertains.	(Include project n	umber and locati	on of
The Applicant is the own considering a request for			•	60632 ("Property")	. The city council i	S
G. Which City agency or o	lepartn	nent is requestin	g this EDS?	City Council		<u> </u>
If the Matter is a contract becomplete the following:	eing h	andled by the Ci	ty's Departm	ent of Procuremen	t Services, please	;
Specification #			and Contract	#		

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

 Indicate the nature of the Disclosing Pa Person Publicly registered business corporation Privately held business corporation Sole proprietorship General partnership Limited partnership Trust 	[] Limited liability company			
2. For legal entities, the state (or foreign cour	ntry) of incorporation or organization, if applicable:			
Illinois				
3. For legal entities not organized in the State business in the State of Illinois as a foreign en	e of Illinois: Has the organization registered to do atity?			
[] Yes [] No	[X] Organized in Illinois			
B. IF THE DISCLOSING PARTY IS A LEG	AL ENTITY:			
the entity; (ii) for not-for-profit corporation are no such members, write "no members whi similar entities, the trustee, executor, administimited partnerships, limited liability comp	oplicable, of: (i) all executive officers and all directors of is, all members, if any, which are legal entities (if there ich are legal entities"); (iii) for trusts, estates or other strator, or similarly situated party; (iv) for general or anies, limited liability partnerships or joint ventures, ager or any other person or legal entity that directly or it of the Applicant.			
NOTE: Each legal entity listed below must su	ıbmit an EDS on its own behalf.			
Name	Title			
William R. Birkinbine	President (sole shareholder; sole director)			

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None"						
NOTE: Each legal entity listed below m	NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf.					
Name Business Addr	ress	Percentage In	terest in the	Annlicant		
SECTION III INCOME OR COME OFFICIALS	PENSATION TO	, OR OWNERSH	IP BY, CITY	Y ELECTED		
Has the Disclosing Party provided any in 12-month period preceding the date of the	-	sation to any City e	elected officia	l during the [X] No		
Does the Disclosing Party reasonably exelected official during the 12-month per No				ny City [X]		
If yes to either of the above, please ident such income or compensation: N/A	ify below the nam	e(s) of such City el	ected official	(s) and describe		
Does any City elected official or, to the inquiry, any City elected official's spous Chapter 2-156 of the Municipal Code of [] Yes [X] No	e or domestic part	ner, have a financia	al interest (as			
If "yes," please identify below the name partner(s) and describe the financial inte	• •	ected official(s) and	l/or spouse(s)/domestic		

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

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

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: hourly rate@ or t.b.d.@ is not an acceptable response.		
Fornaro Law (Retained) -	1022 S LaGra	nge Rd, LaGrange, IL 60525 – Attorne	y \$1,500.00 (est.)		
(Add sheets if necessary)					
[] Check here if the Disc	losing Party	has not retained, nor expects to re	tain, any such persons or entities.		
SECTION V CERTIF	ICATIONS	3			
A. COURT-ORDERED	CHILD SUP	PORT COMPLIANCE			
	,	ntial owners of business entities th support obligations throughout the	•		
Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?					
[]Yes [X]No []]	No person di	rectly or indirectly owns 10% or n	nore of the Disclosing Party.		
f Yes, has the person entered into a court-approved agreement for payment of all support owed and is ne person in compliance with that agreement?					

B. FURTHER CERTIFICATIONS

[]No

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

[]Yes

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).
- 5. Certifications (5), (6) and (7) concern:
 - the Disclosing Party;
 - any Contractor (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, ADisclosure of Subcontractors and Other Retained Parties®);
 - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
 - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

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

	11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:					
	the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively esumed that the Disclosing Party certified to the above statements.					
mo	2. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a omplete list of all current employees of the Disclosing Party who were, at any time during the 12-nonth period preceding the date of this EDS, an employee, or elected or appointed official, of the City f Chicago (if none, indicate with N/A or none).					
	None					
the off ma	To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a implete list of all gifts that the Disclosing Party has given or caused to be given, at any time during a 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed ficial, of the City of Chicago. For purposes of this statement, a gift does not include: (i) anything ade generally available to City employees or to the general public, or (ii) food or drink provided in a course of official City business and having a retail value of less than \$25 per recipient, or (iii) a litical contribution otherwise duly reported as required by law (if none, indicate with N/A or ne). As to any gift listed below, please also list the name of the City recipient. None					
<u>С</u> .	CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION					
1.	The Disclosing Party certifies that the Disclosing Party (check one) [] is [X] is not					
	a "financial institution" as defined in MCC Section 2-32-455(b).					
2.	If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:					
	Ve are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further edge that none of our affiliates is, and none of them will become, a predatory lender as defined in					

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to

believe has not provided or cannot provide truthful certifications.

MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a

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

MCC Section 2-3	If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in MCC Section 2-32-455(b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach additional pages if necessary):				
-	" the word "None," or no response a umed that the Disclosing Party certif	• •			
D. CERTIFICAT	TON REGARDING FINANCIAL IN	ITEREST IN CITY BUSINESS			
Any words or term	ns defined in MCC Chapter 2-156 ha	ve the same meanings if used in this Part D.			
after reasonable in		the best of the Disclosing Party's knowledge of the City have a financial interest in his or natity in the Matter?			
[] Yes	[X] No				
	ecked "Yes" to Item D(1), proceed to Items D(2) and D(3) and proceed to	Items D(2) and D(3). If you checked "No" Part E.			
official or employ other person or en taxes or assessment "City Property Sa	ree shall have a financial interest in latity in the purchase of any property nts, or (iii) is sold by virtue of legal	dding, or otherwise permitted, no City elected is or her own name or in the name of any that (i) belongs to the City, or (ii) is sold for process at the suit of the City (collectively, en pursuant to the City's eminent domain e meaning of this Part D.			
Does the Matter in	avolve a City Property Sale?				
[] Yes	[X] No				
		nes and business addresses of the City officials fy the nature of the financial interest:			
Name	Business Address	Nature of Financial Interest			
	g Party further certifies that no probi	bited financial interest in the Matter will be			

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E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in
connection with the Matter voidable by the City.
\underline{X} 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.
2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:
SECTION VI CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS
NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.
A. CERTIFICATION REGARDING LOBBYING
1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

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

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

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

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

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

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

Is the Disclosing Party the	Applicant?	
[]Yes	[] No	
If AYes,@ answer the three	questions bel	low:
1. Have you developed a federal regulations? (See [] Yes	•	ve on file affirmative action programs pursuant to applicable 60-2.)
Compliance Programs, or applicable filing requirem	the Equal Er ents?	rting Committee, the Director of the Office of Federal Contract inployment Opportunity Commission all reports due under the
[] Yes	[] No	[] Reports not required
3. Have you participated equal opportunity clause?		ous contracts or subcontracts subject to the
[] Yes	[] No	
If you checked ANo@ to que	uestion (1) or	(2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City-s Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

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

~ •		T
Diec	Ocina.	Party:
D150	109IIIE	1 alty.

4530 District Blvd., Inc., an Illinois corporation

William R. Birkinbine

Its: President

Signed and sworn to before me on: May 25, 2023, at Cook

County, Illinois.

Notary Public

Commission expires:

12/4/23

OFFICIAL SEAL
JOANN SUSAN HENNESSY
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES:12/04/23

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

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

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

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

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

[]-00	[]	
2 / L	• • • • • • • • • • • • • • • • • • • •	e and title of such person, (2) the name of the legal entity to
-		te and title of the elected city official or department head to p, and (4) the precise nature of such familial relationship.

IX 1 No

[]Yes

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX B

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

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

		10, is the Applicant or any Owner identified as a building code to MCC Section 2-92-416?
[] Yes	[X] No	
~ ~	• • •	ablicly traded on any exchange, is any officer or director of code scofflaw or problem landlord pursuant to MCC Section
[] Yes	[] No	[X] The Applicant is not publicly traded on any exchange.
	offlaw or probler	lentify below the name of each person or legal entity identified in landlord and the address of each building or buildings to which

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX C

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

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

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

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