

**City of Chicago
Department of Planning and Development**

**STAFF REPORT
TO THE
COMMUNITY DEVELOPMENT COMMISSION
REGARDING
A PROPOSED NEGOTIATED SALE OF CITY-OWNED PROPERTY
AND DESIGNATION OF DEVELOPER
MAY 10, 2016**

I. PROJECT IDENTIFICATION AND OVERVIEW

Project Name:	McCrary Senior Apartments, LLC
Applicant Name:	McCrary Senior Apartments, LLC
Project Address:	1637, 1649, 1651, and 1659 W. Washington Blvd
Ward and Alderman:	27 th , Walter Burnett
Community Area:	Near West Side
Redevelopment Project Area:	Central West
Requested Action:	Negotiated sale of vacant City land and designation of Developer
Proposed Project:	Construction of five-story rental affordable building for seniors. The project will provide 62 housing units of which 7 units or 11 percent will be affordable for households earning no more than 30% percent of the area median income and 55 units or 89 percent will be affordable for households earning no more than 60% percent of the area median income.
Goal of Project:	Provide senior housing

Appraised Market Value: \$697,493 (\$59.31 per square foot)
Sale Price: \$4.00
Acquisition Assistance: \$697,489
TIF Assistance: Up to \$4,100,000

II. PROPERTY DESCRIPTION

Address: 1637-59 W. Washington Blvd.
Location: Southeast corner of Washington and Paulina
Tax Parcel Numbers: 17-07-430-010 (City-Owned)
17-07-430-009 (Developer-Owned)
17-07-430-008 (Developer-Owned)
17-07-430-007 (Developer-Owned)
17-07-430-006 (Developer-Owned)
17-07-430-005(City-Owned)
17-07-430-004(City-Owned)
17-07-430-003 (Developer-Owned)
17-07-430-002 (Developer-Owned)
17-07-430-001(City-Owned)

Land Area: City-Owned: 11,761 sq. ft.
Developer-Owned: 19,602 sq. ft.
Total: 31,363 sq. ft.

Current Use: The parcels are covered by grass and trees. There is an iron fence separating the parcels from the church parking lot to the east of the site and also along Washington to west.

Current Zoning: RM5.5, Residential Multi-Unit District

Environmental Condition: The Developer had a Phase I completed in March 2015 and no Recognized Environmental Conditions (RECs) were identified in connection with the subject site,

The land will be sold as-is with no warranties or

representations as to its environmental condition, and it will be the responsibility of the applicant to complete any remediation that may be required by the City or the Illinois EPA. The redevelopment agreement with the selected respondent will include release and indemnification language protecting the City from liability.

Inventory Profile:

17-07-430-001– Tax Foreclosure 2/8/1982
17-07-430-004– Sheriff’s Deed 6/11/1980
17-07-430-005– Demolition/Sheriff’s Deed 1/26/1981
17-07-430-010– Condemnation/Sheriff’s Deed 9/20/1982

III. BACKGROUND

The project site is located in a highly desirable area, just three blocks from United Center, a block from Union Park, and within blocks of major public transportations connections including the Ashland bus and the Ashland/Lake El stop served by both the Green and Pink CTA elevated lines. Adjacent uses include a newly renovated school, Hope Academy, as well as newly rehabbed and constructed condos. Nearby land uses include large-scale multifamily residential and institutional uses which are compatible with the scale of the proposed 5-story building. As West Loop development ventures father into the Near West Side, the project will preserve affordability for seniors who may be priced out of the neighborhood. There are numerous restaurants, retail shops, supportive services and healthcare facilities with walking distance of the site or a short El ride away.

In the Near West Side community area in which McCrory Senior Apartments will be located, the median household income was \$45,886 compared to \$47,099 for Chicago as a whole. A market study by Novogradac & Company prepared for the developer in March of 2015 did not provide data specifically on senior income in the area but did note that senior households tend to earn less than the general population. 22.6% of households were below the poverty level, a little higher than 18.7% in Chicago as a whole and unemployment was slightly lower at 10.7% compared to 11.1% in all of Chicago. The percentage of people living in crowded housing was 3.8% less than the average of 4.7% city-wide and those without a high school diploma was 11.2%, less than the rate of Chicago as a whole (20.6%). Finally 18.3% of residents in this census tract were foreign-born, somewhat more than the 21.1% rate city-wide.

IV. PROPOSED DEVELOPMENT TEAM

Development Entity: McCrory Senior Apartments, LLC, an Illinois LLC is the owner, of which McCrory Senior Apartments Manager, LLC is the managing member. At closing, a “To Be

Determined: (TBD) entity will be admitted as the investor member. McCrory Senior Apartments Manager, LLC members are Brinshore Development, LLC, an Illinois LLC, as well as FBCC Development Corporation, an Illinois Corporation. Directors of FBCC Development Corporation are Darris Saw, Annie Rice, and Darlene Burnett. Brinshore Development, LLC members are RJS Real Estate Services, Inc., an Illinois Corporation as a member as well as Brint Development, Inc., and Illinois corporation. Brint Development, Inc.'s President and Owner is David B. Brint. RJS Real Estate Services, Inc.'s President and Owner is Richard J. Sciortino. The developer's organization chart is included in the exhibits.

The Brinshore Development, LLC, which is a private firm, was founded in 1994 and specializes in the development of affordable, mixed-income and market rate housing throughout the Midwest. Prior to co-founding Brinshore Development, principals David Brint and Richard Sciortino each gained a decade worth of real estate development experience in affordable housing. To date, Brinshore Development has completed over 65 tax credit-funded projects comprised of over 4,000 apartments and homes. Their numerous projects in Chicago include the recently closed Clybourn Division project at 1200-1226 N. Clybourn (redevelopment of a portion of CHA's Cabrini Green) Westhaven Park (redevelopment of CHA's Henry Horner Homes) along Lake Street and Washington between Hermitage and Oakley and the Diplomat Hotel at 3208 N. Sheffield. Brinshore Development's headquarters are located in Northbrook, Illinois.

First Baptist Congregational Church (FBCC) was founded in 1944 and moved into their current location (1613 W. Washington) in 1970. In 2012-13, FBCC partnered with Heartland Housing to renovate the 86-unit Viceroy Hotel.

Brinshore Development will be responsible for the development and overall operations of the property, including all the asset management and other related services. Brinshore will be responsible for the ultimate determination and utilization of all project partners and of all other development activities.

In its position as the local partner, FBCC will serve as the main public representative, with responsibilities to include guiding and facilitating community input and coordinating media relations.

Consultants:

Architect: **Landon Bone Baker Architects, Ltd.**

Landon Bone Baker is the architectural firm that has collaborated with Brinshore on the design and construction oversight of Villages of Westhaven and with Bickerdike Development on their Rosa Parks Apartments and Harold Washington Unity Co-op. Additionally, Landon Bone Baker has participated in the design and construction of single-family and multi-family housing in and out of the Chicagoland area, as well as been involved with interior office build outs, daycare

centers and the Chicago Housing Authorities (CHA) Hope VI revitalization programs. Recent CHA projects include Parkside of Old Town, Phase IIb and Park Boulevard.

Attorney: Applegate Thorne-Thomsen

Applegate Thorne-Thomsen was founded in 1998 on the belief that “healthy communities are the key to economic opportunity for all residents.” Applegate Thorne-Thomsen specializes in new development as well as preservation and has represented numerous developers on City funded transactions.

General Contractor: Powers and Sons

Founded in 1967 by Mamon Powers Sr., Powers & Sons Construction Company, Inc., is a highly respected commercial, industrial and institutional construction company. Powers & Sons has Recent multi-family housing projects in Chicago by Powers and Sons include TRC Senior Village, Hansberry Square at Legends South and The Grant at Woodlawn Park.

Property Manager: Leasing and Management Company

Leasing and Management Company was incorporated in 1980 and is licensed to work in Indiana and Illinois. They manage over 4,000 units in IL in low and mid-rise buildings, with over 3,000 income restricted units in their portfolio. The currently manage 14 projects owned by Brinshore including the 120-unit Prairie Park (220 E. Garfield Blvd) Apartments; the 32-unit Dorchester Artist Housing Collaborative (6949 S. Dante); and Keystone Place Apartments, 69 units at 6417 S. Ellis Avenue.

V. PROPOSED PROJECT

Project Overview: The proposed project includes development of ten vacant lots into a 62-unit affordable housing development for low-income seniors. The project is located at the corner of Paulina and Washington, on the same block as the First Baptist Congregational Church (FBCC). Currently the site is comprised of six parcels owned by FBCC and four city-owned parcels. The City is proposing to sell the developer these parcels for \$1.00 per parcel. The church purchased their parcels over a period of years (1987 to 2012) from various owners. The project will consist of 48 one-bedroom and 14 two-bedroom units in a 5-story masonry building. Seven units will be accessible and two units will be equipped for the hearing/visually impaired. The front elevation will have a brick and cast stone base veneer with cast stone block below the windows. Aluminum clad wood window on the first floor and vinyl windows on the upper floors. Five metal panel bays will add visual interest on the front of the building.

Project amenities will include a large community room, a fitness room, an exam room for visiting medical professionals, on-site management office, laundry facilities, 24-seat multimedia theater, computer room, rear patio, and ample seating in a “front porch” setting that will bring activity to the street by creating large openings for high pedestrian visibility. 20 parking spaces

will be located in the rear of the building.

A site plan, typical floor plan and elevation are provided as exhibits to this report.

Residential Unit Profile: The following table provides a detailed description of the proposed project. The subject property will provide a total of 62 rental units of which 7 units or 11 percent will be affordable for households earning no more than 30 percent of the area median income 55 units or 89 percent will be affordable for households earning no more than 60% percent of the area median income. These units will satisfy the Chicago affordable housing ordinance, which requires 10 percent of the total units to be affordable in projects developed on land sold by the City or 20 percent in projects receiving TIF assistance.

Rental Unit Profile

Unit Type	Number	Market/ Affordable	Size-sf	Monthly Rent/sf*	Monthly Rent*
1 bed/1 bath	5	Affordable at 30% AMI	650	\$2.52	\$257
2 bed/1 bath	2	Affordable at 30% AMI	800	\$2.58	\$310
1 bed/1 bath	43	Affordable at 60% AMI	650	\$1.04	\$624
2 bed/1 bath	12	Affordable at 60% AMI	800	\$1.06	\$750

Tenants will pay gas heat, gas cooking, gas water heating and other electric. Services provided include social programming/activities, health education and financial benefits advocacy.

The affordable rent paid by the tenant is based on the tenant’s income and not on market comparables. The maximum rent for each defined “affordable” income level is published annually by the US Department of Housing and Urban Development and listed according to building construction type (i.e. apartment, townhouse, house), number of bedrooms and household size. Rent per square foot is not considered except that HUD housing quality standards and Chicago zoning and building codes set minimum room and unit sizes. Different federal funding development and operating support sources may have different maximum income and rent restrictions.

The previously mentioned market study prepared for the developer in March of 2015 determined that there were no existing or proposed senior LIHTC properties in the Primary Market Area (PMA) bounded by W. Division St. on the north, W. 18th St. on the south, Interstate 94/90 on the east, and S. California Ave. and S. Sacramento Blvd. on the west. Based on the reported rents and vacancy levels at the most comparable properties, they believe that the 30 and 60 percent of AMI rents as proposed are achievable.

Environmental Features: Project will achieve Energy Star Certification. The project will manage storm water on site with rain gardens and permeable pavers; Energy Star appliances and lighting plan; low-VOC wood finishes, paints, sealers, carpet; garbage and recycling chutes for building-wide recycling plan; water-conserving fixtures and faucets; and native, drought-tolerant landscaping.

VI. FINANCIAL STRUCTURE

The proposed development will provide 62-units of affordable, rental housing for seniors. The seven units at 30% AMI will be targeted for residents participating in the State Referral Network (SRN). The project is in one of the SRN “Communities of Preference,” and is considered a desirable location for residents moving from institutional settings into community-based settings. McCrory Senior Apartments will not be offering supportive services but it is expected that residents qualifying for the SRN units will already be connected to a supportive services network from their previous association with the institutions or communities where they had lived.

The deal is being financed using a variety of sources including \$1,173,294 in Low Income Housing Tax Credits (LIHTC) from IHDA yielding \$12,579,767 in tax credit equity. The value of the land donation from the City and FBCC will generate \$930,000 in Illinois Affordable Housing Tax Credits (DTC) from IHDA, yielding \$837,000 in DTC equity. In order to bridge the LIHTC equity, most of which will not come in until the project has been completed, the developer is getting a \$12,000,000 bridge loan from Citibank. The developer has applied for a \$600,000 grant from the Federal Home Loan Bank (FHLB) but they will not know until November of this year whether they will be awarded these funds. Therefore, the City is prepared to provide up to \$4,100,000 in area-wide TIF funds cover the gap in financing. If the developer receives the FHLB grant, the TIF amount will be reduced according (to \$3,500,000). The TIF funds are necessary because the rents which will keep the project affordable at 30% and 60% AMI will not generate enough income to support a conventional permanent loan.

In addition to the TIF funding, the developer will receive a write-down of \$697,489 for the city-owned parcels. The land write-down, combined with the maximum amount of TIF assistance (\$4,100,000) totals \$4,797,489 or 27.3% of total project costs. The TIF money will be paid in three equal installments during construction with the last of the payments made at the issuance of

Certificate of Completion.

The following table identifies the sources and uses of funds:

Sources and Uses of Funds

<u>Sources</u>	<u>Amount</u>	<u>% of Total</u>
TIF provided during construction	\$ 3,500,000	19.68%
Federal Home Loan Bank	600,000	3.37%
State Donation Tax Credit Equity	837,000	4.70%
General Partner Equity	10,100	.05%
Syndicated Tax Credit Equity	12,579,767*	70.77%
Deferred Developer Fee	<u>250,000</u>	<u>1.43%</u>
Total Sources	\$17,776,867	100.00%
<u>Uses</u>	<u>Amount</u>	<u>\$/sf of Building**</u>
Acquisition (City Parcels)	\$ 4	
Construction Costs	\$13,263,161	\$219.95 psf
Contingency	<u>579,226</u>	<u>9.61 psf</u>
Total Hard Costs	\$13,842,391	\$229.56
Soft Costs		
Architect's Fees (3.53% of hard costs)	\$ 488,343	
Legal Fees (1.03% of total costs)	180,000	
Lenders Fees (1.25% of total costs)	218,975	
Acquisition (Right of Way)	33,000	
Marketing and Leasing	40,000	
Realized Developer Fee (5.71% of total costs, excluding deferred developer fee)	1,000,000	
Deferred Developer Fee (1.43% of total costs)	250,000	
Reserves (1.68% of total costs)	294,786	
Liability Insurance during construction	90,000	
Real Estate Taxes during construction	20,000	
Construction Interest (2.88% of total costs)	504,105	
Appraisal, Market Study, Accountant (general)	41,400	
Phase I and Phase II Environmental Reports	56,500	
Architecture Supervision	99,288	
Tax Credit Issuer Fees (0.93% of soft costs)	162,329	
Geotech, energy rater, plan & cost review)	47,750	
Fixtures, furniture and Equipment	75,000	

Permit Expediter, Surveys, Title & Recording	72,500		
Other Soft Costs	10,500		
Total Soft Costs (21.02% of total costs)		\$ 3,684,476	\$61.10 psf
Total Uses		\$17,776,867	\$294.80 psf

*It is anticipated that \$12,000,000 of the Low-Income Housing Tax Credit equity will be bridged with a loan from Citibank.

**Gross building area is 60,300 square feet

VII. PUBLIC BENEFITS

The proposed project will provide the following public benefits.

Affordable Housing: The project will provide 62 new affordable housing units.

Property Taxes: The project will expand the tax base by returning a tax exempt property to the tax rolls.

Construction Jobs: The project will produce 100 temporary construction jobs.

Affirmative Action: The developer will comply with the requirements of Chicago's affirmative action ordinance, which requires contract participation of 26% by minority-owned business enterprises (MBEs) and 6% by woman-owned business enterprises (WBEs). The developer has provided notification of the proposed project, by certified mail, to several associations of minority and women contractors. A sample version of the letter and copies of the post office receipts for the certified letters are presented as exhibits to this report.

City Residency: The developer will comply with the requirements of Chicago's city residency ordinance, which requires that at least half of all construction-worker hours be filled by Chicago residents. The developer will also comply with the requirement that all construction jobs are paid the prevailing wage.

Permanent Jobs: The project is estimated to generate 2 permanent jobs –a property manager and a supportive service coordinator. The maintenance staff at nearby Westhaven Park will provide on-site maintenance at McCrory so no new maintenance position will be created at this site.

VIII. COMMUNITY SUPPORT

Alderman Burnett endorses the project and has provided a letter of support (see exhibits for copy). The project was presented to the community at a meeting held on February 5th, 2016 and attended by 30-40 people. The attendees had questions about income levels served by the building, parking, services provided, etc. and were generally excited that new affordable units would be available in the area. The following community organization has endorsed the project: New Westside Federation; The Woman's Treatment Center; St. Leonard's Ministries; Hermitage Manor Cooperative; and Interfaith Organizing Project of Greater Chicago. (See exhibits for copies of the support letters).

IX. CONFORMANCE WITH REDEVELOPMENT AREA PLAN

The proposed project is located in the Central West Redevelopment Project Area. The proposed project will satisfy the following goals of the area's redevelopment plan: Facilitate the assembly, preparation, and marketing of vacant and underutilized sites for new retail, commercial, residential and public/institutional development, as well as off-street parking areas. The implementation strategy for achieving the plan's goals envisions the sale of City land for mixed use development. The proposed project also conforms to the plan's land use map, which calls for mixed use development at the subject site.

X. CONDITIONS OF SALE

If the proposed resolution is approved by the CDC, DPD will release a public notice announcing the proposed sale and seeking alternative development proposals. The public notice will be published in one of Chicago's metropolitan newspapers at least once for each of three consecutive weeks. If no responsive alternative proposals are received within 30 days of the publishing of the first notice, the department will accept a good faith deposit from the proposed developer, and a redevelopment agreement will be negotiated. The redevelopment agreement will incorporate the parameters of the proposed project as described in this staff report.

It is DPD policy that no business will be conducted with a development entity whose any principal has outstanding municipal debts (such as unpaid parking tickets, unpaid water bills, unpaid business licenses, and others), is in arrears of child support payments, or who is a debtor in bankruptcy, a defendant in a legal action for deficient performance, a respondent in an administrative action for deficient performance, or a defendant in any criminal action.

Closing of the sale of the property will not occur before the City Council has approved the redevelopment agreement, the developer has obtained all necessary City approvals including zoning and building permits, and the developer has presented proof of financing. The documents

will include a development timetable.

XI. RECOMMENDATION

The Department of Planning and Development has thoroughly reviewed the proposed project, the qualifications of the development team, the financial structure of the project, the need for public assistance, its public benefits, and the project's conformance with the redevelopment area plan, and DPD recommends that the CDC approve the sale of 1637, 1649, 1651, and 1659 W. Washington Blvd. to McCrory Senior Apartments, LLC for development of 62 units of affordable senior housing and recommends the designation of McCrory Senior Apartments, LLC as Developer.

EXHIBITS

TIF Project Assessment Form
TIF District Summary of Projects
Redevelopment Area Map
Aerial Context Map
Aerial Map showing Church and FBCC Parcels
Organizational Chart
Site Plan
Typical Floor Plan
Front Elevation or Rendering
Sample M/WBE Letter
Copies of M/WBE Certified Letter Receipts
Copy of Residential Developer License
Letter of Interest from Lender
Community Letters of Support
Alderman's Letter of Support

TIF PROJECT SCORECARD

McCrorry Senior Apartments, LLC
1637-59 W. Washington Blvd.

Redevelopment of ten vacant lots (four City-owned and six Developer-owned) into 62-unit, 5-story affordable housing development for seniors. Project will consist of 48 one-bedroom and 14 two-bedroom units for seniors at 30% AMI (7 units) and 60% AMI (55 units). Amenities will include a community space, 24-seat media theater, a fitness room, and a rear patio and ample seating in a "front porch" setting.

Type of Project: Residential/ Affordable Housing

Developer: Brinshore Development LLC, First Baptist Congregational Church

Total Project Cost: \$17,526,863

Timeline for Completion: July 2017

TIF Funding Request: Up to \$4,100,000

Project Status: Community Development Commission

TIF District: Central West

RETURN ON INVESTMENT BENCHMARKS

- | | |
|---|--|
| <input checked="" type="checkbox"/> Advances Goal of Economic Development Plan YES or NO
<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO | <input checked="" type="checkbox"/> Jobs Created/Retained
2 created/0 retained (new construction) |
| <input checked="" type="checkbox"/> Advances Goal of TIF District YES or NO
Provide affordable housing <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO | <input checked="" type="checkbox"/> Affordable Housing Units Created/Preserved
62 created |
| <input checked="" type="checkbox"/> Addresses Community Need YES or NO
Affordable housing <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO | <input checked="" type="checkbox"/> Return on Investment to City
N/A |

FINANCIAL BENCHMARKS

- | | |
|--|--|
| <input checked="" type="checkbox"/> Other Funds Leveraged by \$1 of TIF
\$1.31 | <input checked="" type="checkbox"/> Financing Structure
Equity Bridge Loan \$12,000,000
Donation Tax Credits \$837,000
TIF \$4,100,000; GP Equity \$10,100
Deferred Dev. Fee \$378,726 |
| <input checked="" type="checkbox"/> Types of Other Funding Leveraged YES or NO
Low-Income Housing Tax Credits, Donation Tax Credits <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO | |

RDA TERMS

- | | |
|---|--|
| <input checked="" type="checkbox"/> Payment Schedule:
Three equal payments during construction | <input checked="" type="checkbox"/> Monitoring Term of Agreement:
Until TIF Expiration 12/31/2024 |
| <input checked="" type="checkbox"/> Taxpayer Protection Provisions YES or NO
<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO | |

OTHER CONSIDERATIONS

- Affordable Housing/ Special Merit Consideration



Central West Summary of Projects

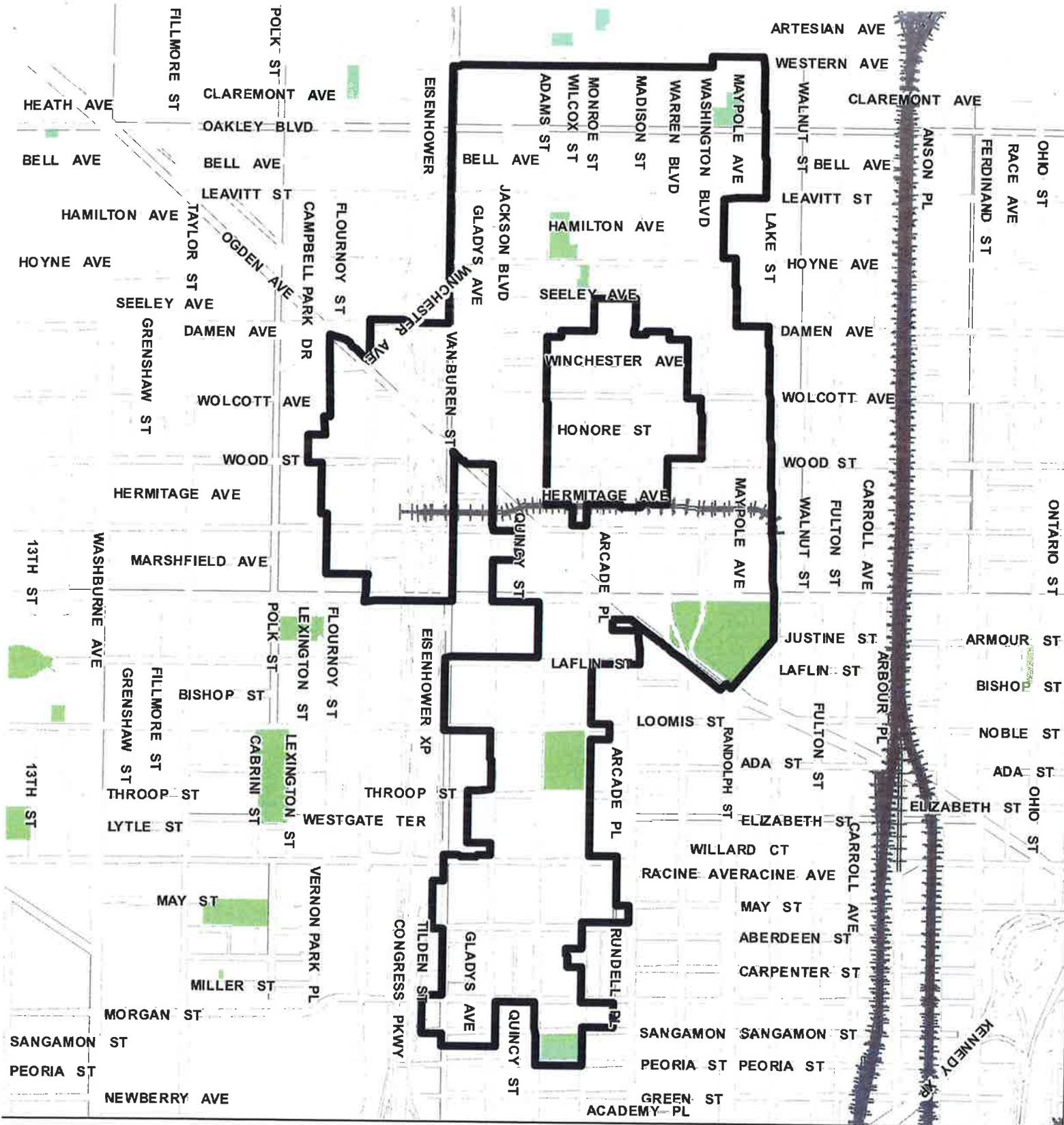
The 463-acre Central West TIF is intended to facilitate the preparation of vacant and underutilized sites for new retail, commercial and residential development, and off-street parking. Located within the near west community area, the TIF also is designed to assist in remediation of select locations, to provide land for coordinated investment efforts, and to support the development of a variety of housing types that meet the needs of households with a wide range of income levels. Additionally, it provides resources for streetscaping and landscaping to create a distinct area identity and to link its diverse land uses. The TIF also facilitates the improvement and expansion of existing public facilities, such as schools and parks.

Total Redevelopment Project Investments: \$1,089,161,367

Approved TIF Investment: \$133,665,143

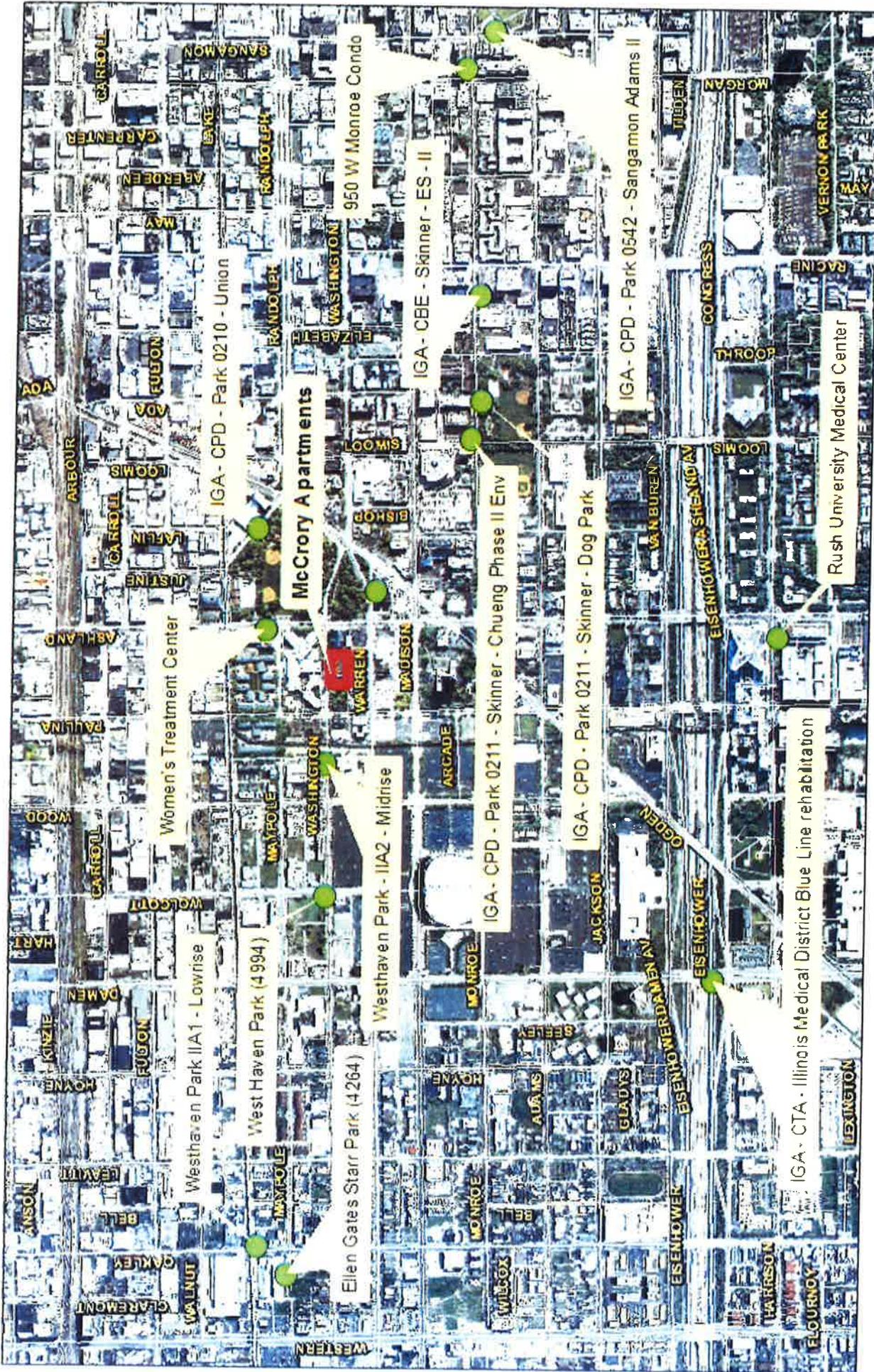
Projects:

- 950 W Monroe Condo
- Horner - IIA1 - Lowrise
- Horner - IIA2 - Midrise
- Rush University Medical Center
- Women's Treatment Center
- Viceroy Hotel
- IGA - CPD - Park 0542 - Sangamon Adams II
- IGA - CBE - Skinner - ES - II
- IGA - CPD - Park 0210 - Union
- IGA - CPD - Park 0211 - Skinner - Dog Park
- IGA - CPD - Park 0211 - Skinner - Chueng Phase II Env
- IGA-CBE-Crane
- IGA - CTA - Illinois Medical District Blue Line rehabilitation
- Central West 2007 - Funding Ordinance - NIP
- Ellen Gates Starr Park (4264)
- West Haven Park (4994)
- Union Park



Existing Tax Increment Financing Districts
Central West

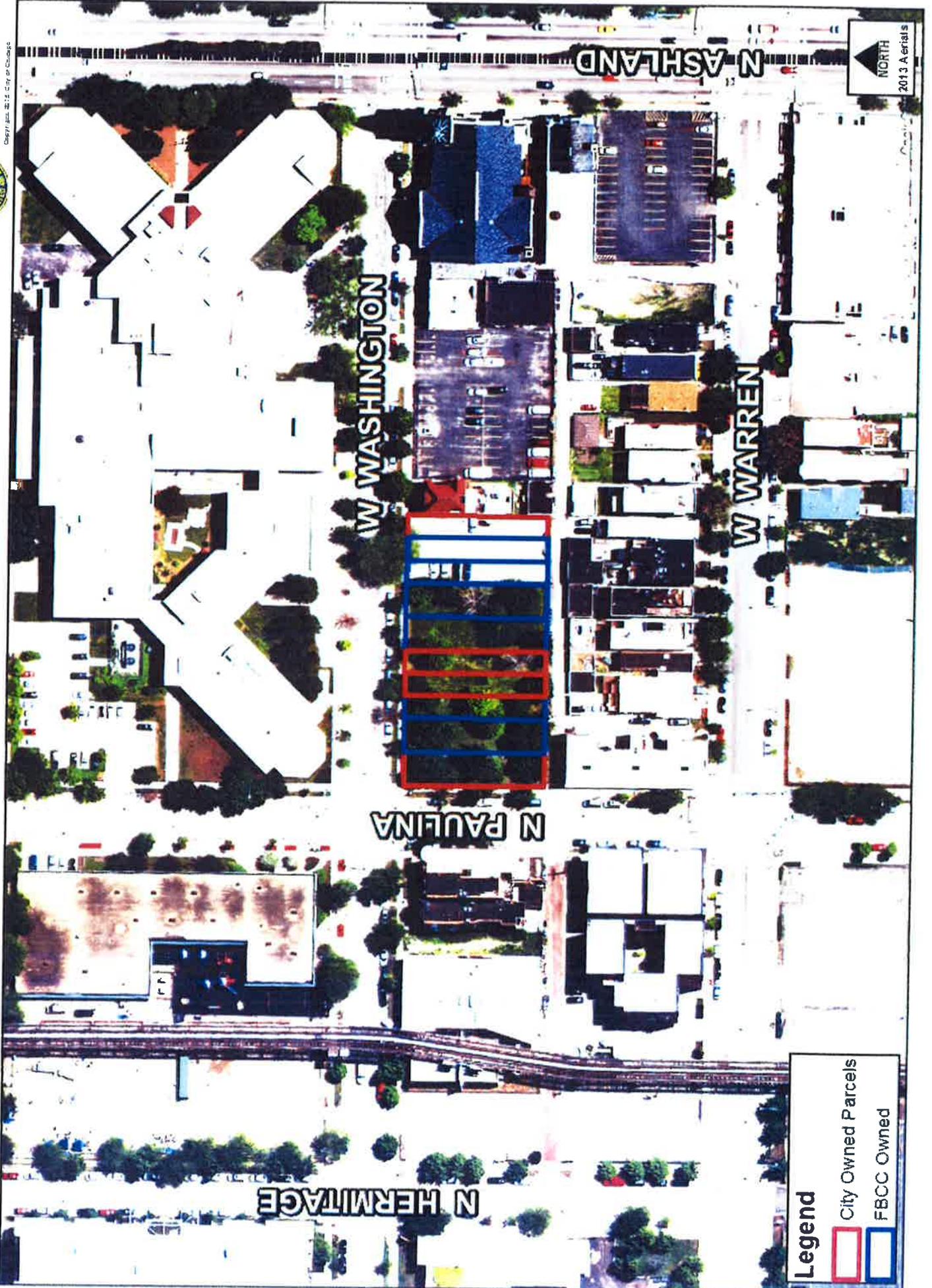




1637-59 W Washington Blvd City and FBCC Parcels



DEPARTMENT OF PLANNING
AND DEVELOPMENT
DAVID L. BERMAN
COMMISSIONER
Mark W. Johnson
Copyright © 2013 City of Chicago

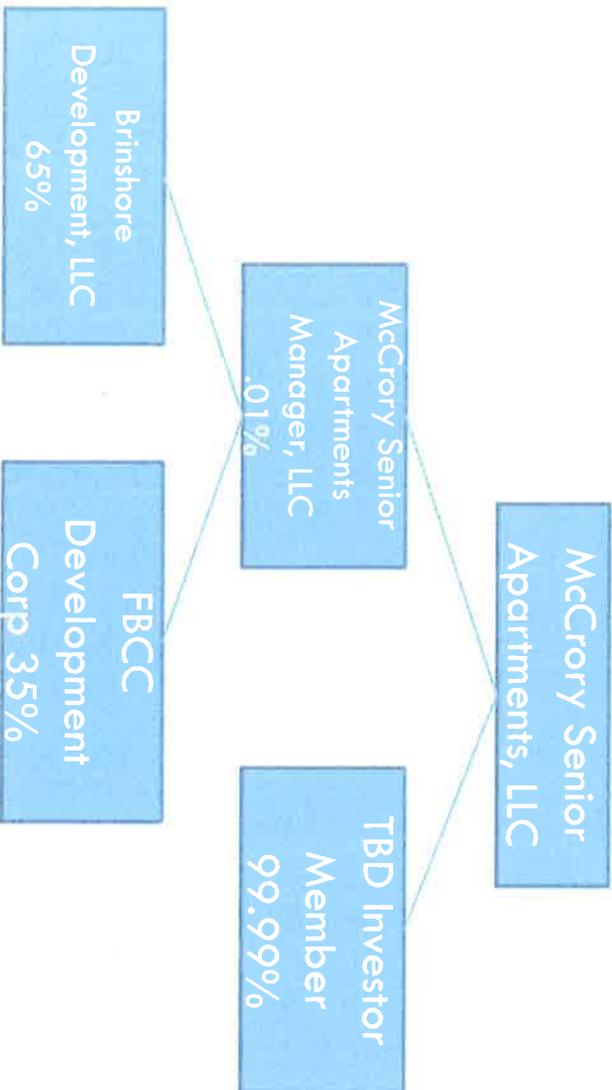


Legend

- City Owned Parcels
- FBCC Owned

NORTH
2013 Aerials

Organizational Chart



Rendering of North Elevation (Front)



Brinshore Development, LLC

666 Dundee Road, Suite 1102 Northbrook, IL 60062

April 21, 2016

Mr. Omar Shareef
President
African-American Contractors Association
3901 S State Street, Suite 104
Chicago, IL 60609

Re: McCrory Senior Apartments
1637-59 W Washington Blvd, Chicago, IL 60612

To Whom it May Concern:

This is to notify you that we are undertaking the development of a 5-story, 62-unit building for low-income seniors in the Near West Side community area. The project budget is approximately \$13,100,000 of which approximately \$4,100,000 is subject to 26% MBE and 6% WBE participation. It is anticipated that plans will be issued for bid in May 2016 with construction to begin in January 2017. The project is estimated to take approximately 14 months to complete.

Powers and Sons will be acting as the general contractor for this project. They will provide you with a set of bid documents as soon as they are complete. In addition, they will schedule a preliminary meeting with you to discuss the project and the participation of your members.

In the meantime, if you need any other information, please do not hesitate to contact them at 219-949-3100.

Sincerely,



Dawni Freeman
Vice President

CC: Dinah Wayne, Chicago Department of Planning and Development

7012 1640 0002 0789 2501

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60606

Postage	\$3.39	0062
Certified Fee	\$0.00	06
Return Receipt Fee (Endorsement Required)	\$0.00	
Restricted Delivery Fee (Endorsement Required)	\$0.00	
Total Postage & Fees	\$3.77	

Sent To Nat'l Assn of Women Bus Owners
 Street, Apt. No., or PO Box No. 330 S Wells # 1110
 City, State, ZIP+4 Chicago IL 60606

PS Form 3800, August 2006 See Reverse for instructions

7012 1640 0002 0789 2487

U.S. Postal Service™

CERTIFIED MAIL™ RECEIPT

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60649

Postage	\$3.28	0062
Certified Fee	\$0.00	06
Return Receipt Fee (Endorsement Required)	\$0.00	
Restricted Delivery Fee (Endorsement Required)	\$0.00	
Total Postage & Fees	\$3.77	

Sent To IL Assn of Minority Contractors
 Street, Apt. No., or PO Box No. 1643 E 71st
 City, State, ZIP+4 Chicago IL 60649

PS Form 3800, August 2006 See Reverse for instructions

7012 1640 0002 0789 2463

U.S. Postal Service™

CERTIFIED MAIL™ RECEIPT

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60607

Postage	\$3.30	0062
Certified Fee	\$0.00	06
Return Receipt Fee (Endorsement Required)	\$0.00	
Restricted Delivery Fee (Endorsement Required)	\$0.00	
Total Postage & Fees	\$3.77	

Sent To Hispanic Contractors Ind Assn
 Street, Apt. No., or PO Box No. 401 W Jackson, Ste 201
 City, State, ZIP+4 Chicago IL 60607

PS Form 3800, August 2006 See Reverse for instructions

7012 1640 0002 0789 1114

CERTIFIED MAIL™ RECEIPT

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60615

Postage	\$3.39	0062
Certified Fee	\$0.00	06
Return Receipt Fee (Endorsement Required)	\$0.00	
Restricted Delivery Fee (Endorsement Required)	\$0.00	
Total Postage & Fees	\$3.77	

Sent To Rainbow/ Push Coalition
 Street, Apt. No., or PO Box No. 930 E 50th St
 City, State, ZIP+4 Chicago IL 60615

PS Form 3800, August 2006 See Reverse for instructions

7012 1640 0002 0789 2494

U.S. Postal Service™

CERTIFIED MAIL™ RECEIPT

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60602

Postage	\$3.39	0062
Certified Fee	\$0.00	06
Return Receipt Fee (Endorsement Required)	\$0.00	
Restricted Delivery Fee (Endorsement Required)	\$0.00	
Total Postage & Fees	\$3.77	

Sent To IL Hispanic Chamber of Commerce
 Street, Apt. No., or PO Box No. 32 N La Salle, # 1720
 City, State, ZIP+4 Chicago IL 60602

PS Form 3800, August 2006 See Reverse for instructions

7012 1640 0002 0789 2470

U.S. Postal Service™

CERTIFIED MAIL™ RECEIPT

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60647

Postage	\$3.38	0062
Certified Fee	\$0.00	06
Return Receipt Fee (Endorsement Required)	\$0.00	
Restricted Delivery Fee (Endorsement Required)	\$0.00	
Total Postage & Fees	\$3.77	

Sent To Latin American Chamber of Commerce
 Street, Apt. No., or PO Box No. 3512 W Fullerton
 City, State, ZIP+4 Chicago IL 60647

PS Form 3800, August 2006 See Reverse for instructions

7011 2000 0001 6120 5619

CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60663

OFFICIAL USE

Postage	\$3.80	0062
Certified Fee	\$0.00	06
Return Receipt Fee (Endorsement Required)	\$0.00	Postmark Here
Restricted Delivery Fee (Endorsement Required)	\$0.00	
Total Postage & Fees	\$3.77	

04/22/2016

Sent To: Womens Bus Dev Ctr
 Street, Apt. No., or PO Box No.: 8 S Michigan, #400
 City, State, ZIP+4: Chicago IL 60603

PS Form 3800, August 2006 See Reverse for Instructions

7011 2000 0001 6120 5596

CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

RIVER GROVE, IL 60171

OFFICIAL USE

Postage	\$3.80	0062
Certified Fee	\$0.00	06
Return Receipt Fee (Endorsement Required)	\$0.00	Postmark Here
Restricted Delivery Fee (Endorsement Required)	\$0.00	
Total Postage & Fees	\$3.77	

04/22/2016

Sent To: Teton Small Bus Dev Ctr
 Street, Apt. No., or PO Box No.: 2000 Fifth, Room R-210
 City, State, ZIP+4: River Grove IL 60171

PS Form 3800, August 2006 See Reverse for Instructions

7012 1640 0002 0789 1121

CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

EVANSTON, IL 60202

OFFICIAL USE

Postage	\$3.80	0062
Certified Fee	\$0.00	06
Return Receipt Fee (Endorsement Required)	\$0.00	Postmark Here
Restricted Delivery Fee (Endorsement Required)	\$0.00	
Total Postage & Fees	\$3.77	

04/22/2016

Sent To: Suburban Black Contractors
 Street, Apt. No., or PO Box No.: 848 Dodge Ave, Ste 347
 City, State, ZIP+4: Evanston IL 60202

PS Form 3800, August 2006 See Reverse for Instructions

7011 2000 0001 6120 5626

CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60669

OFFICIAL USE

Postage	\$3.80	0062
Certified Fee	\$0.00	06
Return Receipt Fee (Endorsement Required)	\$0.00	Postmark Here
Restricted Delivery Fee (Endorsement Required)	\$0.00	
Total Postage & Fees	\$3.77	

04/22/2016

Sent To: Chicago Area Gay & Lesbian Chan
 Street, Apt. No., or PO Box No.: 1210 W Rosedale
 City, State, ZIP+4: Chicago IL 60660

PS Form 3800, August 2006 See Reverse for Instructions

7011 2000 0001 6120 5602

CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60649

OFFICIAL USE

Postage	\$3.80	0062
Certified Fee	\$0.00	06
Return Receipt Fee (Endorsement Required)	\$0.00	Postmark Here
Restricted Delivery Fee (Endorsement Required)	\$0.00	
Total Postage & Fees	\$3.77	

04/22/2016

Sent To: Uptown Center Hull house
 Street, Apt. No., or PO Box No.: 4520 N Beacon
 City, State, ZIP+4: Chicago IL 60640

PS Form 3800, August 2006 See Reverse for Instructions

7012 1640 0002 0789 1138

CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60690

OFFICIAL USE

Postage	\$3.80	0062
Certified Fee	\$0.00	06
Return Receipt Fee (Endorsement Required)	\$0.00	Postmark Here
Restricted Delivery Fee (Endorsement Required)	\$0.00	
Total Postage & Fees	\$3.77	

04/22/2016

Sent To: Successful Independent Network Ac
 Street, Apt. No., or PO Box No.: PO Box 1113
 City, State, ZIP+4: Chicago IL 60690

PS Form 3800, August 2006 See Reverse for Instructions

7012 1640 0002 0789 2449

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60601

Postage	\$3.80		0062
Certified Fee	\$0.00		06
Return Receipt Fee (Endorsement Required)	\$0.00		
Restricted Delivery Fee (Endorsement Required)	\$0.00		
Total Postage & Fees	\$3.77		

Postmark Here
04/22/2016

Sent To Chicago Minority Bus Dev Council
Street, Apt. No., or PO Box No. PE Wacker, Ste 1200
City, State, ZIP+4 Chicago IL 60601

PS Form 3800, August 2006 See Reverse for Instructions

U.S. Postal Service™
CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

7012 1640 0002 0789 2425

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60607

Postage	\$3.80		0062
Certified Fee	\$0.00		06
Return Receipt Fee (Endorsement Required)	\$0.00		
Restricted Delivery Fee (Endorsement Required)	\$0.00		
Total Postage & Fees	\$3.77		

Postmark Here
04/22/2016

Sent To Assn of Asian Construction
Street, Apt. No., or PO Box No. 333 N Ogden
City, State, ZIP+4 Chicago IL 60607

PS Form 3800, August 2006 See Reverse for Instructions

U.S. Postal Service™
CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

7012 1640 0002 0789 2371

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60609

Postage	\$3.80		0062
Certified Fee	\$0.00		06
Return Receipt Fee (Endorsement Required)	\$0.00		
Restricted Delivery Fee (Endorsement Required)	\$0.00		
Total Postage & Fees	\$3.77		

Postmark Here
04/22/2016

Sent To African American Contractors Assn
Street, Apt. No., or PO Box No. 3901 S State
City, State, ZIP+4 Chicago IL 60609

PS Form 3800, August 2006 See Reverse for Instructions

7012 1640 0002 0789 2451

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60638

Postage	\$3.80		0062
Certified Fee	\$0.00		06
Return Receipt Fee (Endorsement Required)	\$0.00		
Restricted Delivery Fee (Endorsement Required)	\$0.00		
Total Postage & Fees	\$3.77		

Postmark Here
04/22/2016

Sent To Federation of Women Contractors
Street, Apt. No., or PO Box No. 5650 S Archer
City, State, ZIP+4 Chicago IL 60638

PS Form 3800, August 2006 See Reverse for Instructions

U.S. Postal Service™
CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

7012 1640 0002 0789 2432

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60620

Postage	\$3.80		0062
Certified Fee	\$0.00		06
Return Receipt Fee (Endorsement Required)	\$0.00		
Restricted Delivery Fee (Endorsement Required)	\$0.00		
Total Postage & Fees	\$3.77		

Postmark Here
04/22/2016

Sent To Black Contractors United
Street, Apt. No., or PO Box No. 400 W 76th
City, State, ZIP+4 Chicago IL 60620

PS Form 3800, August 2006 See Reverse for Instructions

U.S. Postal Service™
CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

7012 1640 0002 0789 2418

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60661

Postage	\$3.80		0062
Certified Fee	\$0.00		06
Return Receipt Fee (Endorsement Required)	\$0.00		
Restricted Delivery Fee (Endorsement Required)	\$0.00		
Total Postage & Fees	\$3.77		

Postmark Here
04/22/2016

Sent To Cosmopolitan Chamber of Commerce
Street, Apt. No., or PO Box No. 560 W Lake, 5th Fl
City, State, ZIP+4 Chicago IL 60661

PS Form 3800, August 2006 See Reverse for Instructions

7012 1640 0002 0789 240

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60616 OFFICIAL USE

Postage	\$3.80
Certified Fee	\$0.00
Return Receipt Fee (Endorsement Required)	\$0.00
Restricted Delivery Fee (Endorsement Required)	\$0.00
Total Postage & Fees	\$3.77

0062 06
 Postmark Here
 KIL
 04/22/2016

Sent To Asian American Alliance
 Street, Apt. No., or PO Box No. 222 W Cermak, #303
 City, State, ZIP+4 Chicago IL 60616

PS Form 3800, August 2006 See Reverse for Instructions

7012 1640 0002 0789 2388

U.S. Postal Service

CERTIFIED MAIL RECEIPT

(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

CHICAGO, IL 60604 OFFICIAL USE

Postage	\$3.80
Certified Fee	\$0.00
Return Receipt Fee (Endorsement Required)	\$0.00
Restricted Delivery Fee (Endorsement Required)	\$0.00
Total Postage & Fees	\$3.77

0062 06
 Postmark Here
 BROOKLYN
 04/22/2016

Sent To Chicago Urban League
 Street, Apt. No., or PO Box No. 220 S State, 11th Floor
 City, State, ZIP+4 Chicago IL 60604

PS Form 3800, August 2006 See Reverse for Instructions

CITY OF CHICAGO

LICENSE CERTIFICATE NON-TRANSFERABLE

BY THE AUTHORITY OF THE CITY OF CHICAGO, THE FOLLOWING SPECIFIED LICENSE IS HEREBY GRANTED TO

NAME: BRINSHORE DEVELOPMENT, L.L.C.

PRINTED ON:
02/20/2015

DBA: BRINSHORE DEVELOPMENT, L.L.C.
AT: 666 DUNDEE RD., Apt./Suite 1102
NORTHBROOK, IL 60062
SUITE 1102

LICENSE NO.: 2207110

CODE: 4404

FEE: \$****250.00

LICENSE: Regulated Business License

Includes: Residential Real Estate Developer;

PRESIDENT: RICHARD J. SCIORTINO

CEO: DAVID B. BRINT

This license is a privilege granted and not a property right. This license is the property of the City of Chicago.

THIS LICENSE IS ISSUED AND ACCEPTED SUBJECT TO THE REPRESENTATIONS MADE ON THE APPLICATION THEREFOR, AND MAY BE SUSPENDED OR REVOKED FOR CAUSE AS PROVIDED BY LAW, LICENSEE SHALL OBSERVE AND COMPLY WITH ALL LAWS, ORDINANCES, RULES AND REGULATIONS OF THE UNITED STATES GOVERNMENT, STATE OF ILLINOIS, COUNTY OF COOK, CITY OF CHICAGO AND ALL AGENCIES THEREOF.

WITNESS THE HAND OF THE MAYOR OF SAID CITY AND THE CORPORATE SEAL THEREOF
THIS 15 DAY OF MARCH, 2015

ATTEST

EXPIRATION DATE: March 15, 2017

Rahm Emanuel

Susana J. Mendez

ACCOUNT NO 304229 SITE: MAYOR
TRANS NO. 1

CITY CLERK

THIS LICENSE MUST BE POSTED IN A CONSPICUOUS PLACE UPON THE LICENSED PREMISES.





TERM SHEET

**Multifamily Rental Developments with Rent Restrictions
New Construction and/or Substantial Rehabilitation and/or Term Mortgages**

McCrary Senior Apartments

September 16, 2015

NOTE: This Term Sheet constitutes a brief summary of certain, but not all, transaction terms and conditions for discussion purposes only. The summary that follows is subject to credit approval and does not constitute an offer or commitment.

In connection with this Term Sheet, CITI will be acting solely as a principal and not as your agent, advisor or fiduciary. CITI has not assumed a fiduciary responsibility with respect to this Term Sheet, and nothing in this transaction or in any prior relationship between you and CITI will be deemed to create an advisory, fiduciary or agency relationship between us in respect of this Term Sheet. You should consider carefully whether you would like to engage an independent advisor to represent or otherwise advise you in connection with this Term Sheet, if you have not already done so.

PRELIMINARY LOAN TERMS

**Transaction
Summary:**

Citibank, N.A. ("CITI") proposes to arrange a construction-only loan ("Loan") to the Borrower (defined below) in connection with the acquisition and construction of the Property described below.

Property:

A to-be-constructed multifamily property containing 62 units located in Chicago, Illinois. The property is commonly referred to as "McCrary Senior Apartments." ("Property")

Set-Asides:

7 of the units are reserved for individuals or families whose income is no greater than 30% of Area Median Income ("AMI"). 55 of the units are reserved for individuals or families whose income is no greater than 60% of AMI. In addition, the property will be restricted to senior tenants, 62 years of age or older.

Applicant:

Brinshore Development, LLC.

Borrower:

A single asset entity whose manager or general partner is the Applicant or an affiliate of Applicant. Borrower entity, its constituent entities and its operating or partnership agreement must be acceptable to CITI in all respects.

Guarantor(s):

David B. Brint (an individual), Richard J. Sciortino (an individual), Brinshore Development, LLC and/or other individual(s) or corporate entity acceptable to CITI in all respects. The Guarantor(s)' financial condition(s) must be acceptable to CITI in all respects.

**LIHTC Investor/
Syndicator:**

If applicable, the Low Income Housing Tax Credit ("LIHTC") Investor / Syndicator, the upper tier investor(s) and the terms and conditions of the partnership or operating agreement must be acceptable to CITI in all respects including, particularly, the timing of and conditions to funding capital contributions. NEF is an approved LIHTC Investor/Syndicator for CITI.

Subordinate Debt:

If applicable, the sources of subordinate debt and the subordinate loan documents must be acceptable to CITI in all respects. All subordinate debt must fund prior to Loan funding unless CITI approves other arrangements.

Loan Security:

First lien on land and any improvements, UCC filings for fixtures; assignment of all leases and rents; and, a first priority collateral assignment of all contracts, management agreements, and other agreements and all permits relating to the Property. Ground leases must be subordinate to CITI's lien position unless the fee is owned by a government agency to ensure long-term affordability. All income and rent restrictions will be subordinate to the CITI security instrument.

**Construction Phase
Recourse Guarantees:**

Prior to Conversion of the Loan to the Permanent Phase (described below) and during the Construction Phase (described below), the Loan will be fully recourse to the Borrower and to the Guarantor(s) and Completion and Repayment Guarantees are required from the Borrower and the Guarantor(s).

**Guarantees,
Permanent Phase:**

Not Applicable.

**Environmental
Indemnity:**

Borrower and Guarantor(s) will be liable for CITI's standard environmental indemnity.

Closing:

Closing is subject to full satisfaction of CITI's standard due diligence, underwriting and credit approval processes, and the execution and delivery of all required loan documents, delivery of opinions, payment of fees and other customary requirements.

Closing Date (est.):

December 2015 (estimated).

CONSTRUCTION PHASE

**Construction Phase
Loan Amount:**

An amount, currently estimated to be \$12,000,000 - but in any event, an amount not to exceed 80% of costs budgeted for the Construction Phase.

Term:

24 months, plus two 6-month extension(s). Fees for the extension(s) are indicated below under "Fees & Expenses."

**Construction Phase
Interest Rate:**

Variable Rate Option:

Variable rate equal to one month LIBOR plus a spread of 2.50% ("Construction Phase Variable Interest Rate"). Rate adjusts monthly. Currently, one month LIBOR is trading at approximately 0.20%, for an all-in rate of 2.70%. Pricing is based on current market conditions and CITI agrees to hold the spread through the Closing Date, barring any major adverse changes in capital markets credit conditions.

Fixed Rate Option:

Fixed rate equal to the 3 Year LIBOR Swap rate plus a spread of 2.75% ("Construction Phase Fixed Interest Rate"). Currently, the 3 Year LIBOR Swap rate is approximately 1.13%, for an all-in rate of 3.88%. Pricing is based on current market conditions and CITI agrees to hold the spread through the Closing Date, barring any major adverse changes in capital markets credit conditions.

Availability:

Loan proceeds will be advanced to Borrower on a "draw down" basis upon receipt of a written request from Borrower, supported by documentation acceptable to CITI. Borrower will be required to submit a loan budget worksheet with each draw request tracking all Property sources and uses of funds. Draw requests limited to one per month.

Loan in Balance:

The Loan must remain "in balance" during the Construction Phase. "In balance" means that (1) the funds available during the Construction Phase (from the Loan and all other debt and equity sources) are sufficient to complete the construction or rehabilitation of the Property and all other expenses reasonably expected to be necessary to achieve the conditions for conversion of the Loan to the Permanent Phase; and (2) the sources available at Conversion are sufficient to pay down the Construction Phase Loan Amount to the Permanent Phase Loan Amount, along with any other funding requirements for Conversion.

Amortization:

None. Payments on the Loan during the Construction Phase will be interest only.

**Prepayment and
Yield Maintenance:**

Prepayment of Loan principal amounts (either partial or full) during the Construction Phase may be made without any prepayment premium.

If Borrower prepays Loan principal amounts through the application of insurance proceeds or a condemnation award, no prepayment premium shall be payable to CITI

Interest Reserve:

Calculated at the Construction Phase Interest Rate noted above, plus a cushion acceptable to CITI at time of final Credit approval. Currently, CITI is underwriting with a cushion of 1.00%. The Interest Reserve will be sized based on an analysis of the projected draw schedule for the Loan during the Construction Phase.

**Budget and
Contingencies:**

The budget for the Construction Phase, including all budget line items, is subject to CITI approval. The budget shall include a hard cost contingency of no less than 5% of budgeted hard costs for new construction projects. The budget shall include a soft cost contingency of no less than 5% of budgeted soft costs, excluding 1) soft costs incurred prior to or in connection with closing; 2) interest reserve and bank fees; 3) capitalized operating reserve deposits and other costs that may be due in connection with Conversion for which specific sources are identified; and 4) developer fees.

**General Contractor and
Bonding Requirements:**

The general contractor and the construction contract must be acceptable to CITI. CITI will require payment and performance bonds equal to 100% of the construction contract amount. Surety issuing bonds must have an A.M. Best rating of "A/X" or better and must be acceptable to CITI in all other respects. In lieu of bonds, CITI will accept a letter of credit ("LC") equal to 10% of the hard cost budget. LC provider must be rated "A" or better.

Retainage: Construction contract will provide for a minimum retainage of 10% of each construction pay application until 50% construction completion is achieved, and zero retainage thereafter, unless other arrangements have been approved by CITI. All retained amounts will be released upon final, lien-free completion of construction, as approved by CITI.

Permanent Phase Financing: Closing is subject to CITI's receipt of an acceptable permanent loan take out commitment with a permanent funding source, or sources, acceptable to CITI, to provide for repayment of the Loan upon Conversion. It is anticipated that there will not be a Permanent Phase Loan for this transaction.

PERMANENT PHASE

Permanent Phase Loan Amount: Not Applicable. It is CITI's understanding that the proposed transaction will not include a Permanent Phase Loan.

OTHER

Appraisal, Environmental, Plan/Cost Reviews: Appraisal and Plan/Cost Review reports will be commissioned and reviewed by CITI. CITI may rely upon environmental reports commissioned by Borrower if report is current (within 12 months) and Citi has been provided evidence of acceptable E&O insurance coverage carried by Borrower's environmental consultant and a reliance letter in form acceptable to CITI. Appraisal, environmental condition and plan/cost reviews must be acceptable to CITI in all respects.

Property Tax Abatements, Incentives: All documentation related to any tax abatement or tax incentives must be acceptable to CITI in all respects.

Developer Fee: Any developer fee paid prior to conversion to the Permanent Phase shall be pre-approved by CITI in its sole discretion.

FEES & EXPENSES

Application Fee: \$25,000, which amount shall be non-refundable and due and payable upon acceptance of a Preliminary Application. This fee is applicable toward third party reports, loan underwriting and processing (in the minimum amount of \$5,000), and CITI's initial legal fees. Applicant is responsible for the payment of all reasonable costs incurred in connection with the underwriting, processing and/or closing of the Loan (including CITI legal fees).

Estimates of due diligence expenses to which Application Fee will be applied, include: appraisal - \$8,000; environmental ("Phase I") site assessment - \$3,000; engineering plan and cost review - \$6,500; and, insurance review/warranty - \$1,250.

Origination Fee:	A non-refundable Origination Fee equal to 0.75% of the Construction Phase loan amount (" <u>Origination Fee</u> ") shall be earned in full by CITI upon the closing of the Loan, and is due and payable at that time. The Origination Fee will be applied towards CITI's capital costs of financing.
CITI Legal Fees (est):	Estimated fees of CITI's counsel for the initial closing is \$40,000 and assumes no significant negotiation over CITI's form documents. A portion of the Application Fee will be applied to initial CITI counsel fees. Applicant agrees to make a supplemental deposit to cover CITI's counsel fees once the drafting of legal documentation commences, if requested.
Course of Construction Inspections (est):	\$1,250 per monthly report (estimated).
Construction Term Extension Fee:	0.15% of the outstanding Construction Period Loan Amount for the first 6 month extension. 0.25% of the outstanding Construction Period Loan Amount for the second 6 month extension.
Conversion Fee and Expenses:	Not Applicable.
Other Costs:	Applicant is responsible for costs of survey, title insurance policy, hazard insurance policy, tax escrow fee and all other normal and customary loan closing expenses.
Term Sheet Expiration Date:	Thirty (30) days after the date hereof, unless attached to a Preliminary Application letter.

REMAINDER OF PAGE INTENTIONALLY LEFT BLANK

This Term Sheet is an indication of our proposal to finance the Property. It is understood and agreed that this Term Sheet does not, in any manner, constitute a commitment to lend. The financing documents evidencing the Loan will be documented separately and will contain terms and conditions that may be in addition to or in substitution of those set forth in this Term Sheet.

Any terms set forth herein are intended for discussion purposes only and are subject to the final terms as set forth in separate definitive written agreements. This Term Sheet is not a commitment to lend, syndicate a financing, underwrite or purchase securities, or commit capital. By accepting this Term Sheet, subject to applicable law or regulation, you agree to keep confidential the existence of and proposed terms for any transaction contemplated hereby (a "Transaction").

The provision of information in this Term Sheet is not based on your individual circumstances and should not be relied upon as an assessment of suitability for you of a particular product or transaction. Even if CITI possesses information as to your objectives in relation to any transaction, series of transactions or trading strategy, this will not be deemed sufficient for any assessment of suitability for you of any transaction, series of transactions or trading strategy.

This Term Sheet is provided for information purposes and is intended for your use only. Except in those jurisdictions where it is impermissible to make such a statement, CITI hereby informs you that this Term Sheet should not be considered as a solicitation or offer to sell or purchase any securities or other financial products. This Term Sheet does not constitute investment advice and does not purport to identify all risks or material considerations which should be considered when undertaking a transaction. CITI makes no recommendation as to the suitability of any of the products or transactions mentioned. Any trading or investment decisions you take are in reliance on your own analysis and judgment and/or that of your advisors and not in reliance on us.

CITI often acts as (i) a market maker; (ii) an issuer of financial instruments and other products; and (iii) trades as principal in many different financial instruments and other products, and can be expected to perform or seek to perform investment banking and other services for the issuer of such financial instruments or other products. The author of this Term Sheet may have discussed the information contained herein with others within or outside CITI and the author and/or such other Citi personnel may have already acted on the basis of this information (including by trading for CITI's proprietary accounts or communicating the information contained herein to other customers of CITI). CITI, CITI's personnel (including those with whom the author may have consulted in the preparation of this Term Sheet), and other customers of CITI may be long or short the financial instruments or other products referred to in this Term Sheet, may have acquired such positions at prices and market conditions that are no longer available, and may have interests different from or adverse to your interests.

CITI is required to obtain, verify and record certain information that identifies each entity that enters into a formal business relationship with CITI. CITI will ask for your complete name, street address, and taxpayer ID number. CITI may also request corporate formation documents, or other forms of identification, to verify information provided.

Although Citibank, N.A. (together with its subsidiaries and branches worldwide, "Citibank") is an affiliate of CITI, you should be aware that none of the financial instruments or other products mentioned in this term sheet (unless expressly stated otherwise) are (i) insured by the Federal Deposit Insurance Corporation or any other governmental authority, or (ii) deposits or other obligations of, or guaranteed by, Citibank or any other insured depository institution.

IRS Circular 230 Disclosure: CITI and its employees are not in the business of providing, and do not provide, tax or legal advice to any taxpayer outside of CITI. Any statements in this term sheet regarding tax matters were not intended or written to be used, and cannot be used or relied upon, by any taxpayer for the purpose of avoiding tax penalties. Any such taxpayer should seek advice based on the taxpayer's particular circumstances from an independent tax advisor.

© 2015 Citigroup Global Markets Inc. Member SIPC. All rights reserved. Citi and Arc Design are trademarks and service marks of Citigroup Inc. or its affiliates and are used and registered throughout the world.

... the New WESTSIDE FEDERATION

Leadership: The passion of the new with the experience of the old

President
Rev. Randall Harris, Pastor
Faith Community Baptist Church

April 25, 2016

Board of Directors

Reverend George W. Daniels
First Baptist Congregational Church of Chicago
1613 West Washington Blvd.
Chicago, Illinois 60612

Chairman
Rev. George Daniels, Pastor
First Baptist Congregational Church

**RE: McCrory Senior Apartments
Letter of Support**

Vice-Chairman
Rev. Michael Eaddy, Pastor
Peoples Church of the Harvest COGIC

Dear Rev. Daniels:

Secretary
Rev. Cy Fields
New Landmark MB Church

This letter is being written in support of the McCrory Senior Apartments project at 1637-59 W Washington on the Near West Side. As Westside Federation, I endorse this important initiative proposed by Brinshore Development and the First Baptist Congregational Church.

Treasurer
Rev. Richard Nelson
Greater Open Door Baptist Church

The construction of 62 units of high-quality, energy efficient, highly-amenitized affordable housing in our community will help to preserve affordability for low-income seniors in a highly-desirable, transit-oriented location. It will also allow seniors who live in the neighborhood an opportunity to age in place in their community without having to move out of the City. McCrory Senior Apartments will be a welcomed asset on the Near West Side.

Historian
Lew Kreinberg
Friendship Baptist Church

We hope that the City of Chicago Department of Planning and Development will support this important initiative.

Rev. Reginald Bacchus
Friendship Baptist Church

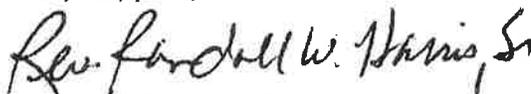
Please contact me at 773 852 9354 if you have any questions.

Helen Randolph
Randolph Pharmacy

Thank you in advance for support of this project.

Eric Strickland
Lawndale Business and
Local Development Corporation

Very truly yours,



Rev. Randall W. Harris, Sr.
President

Bill Welloce
WTW Architect & Engineers Firm



"Mending the bond between Women and Children"

140 NORTH ASHLAND AVE. • CHICAGO, IL 60607

PHONE: (312) 850-0050 FAX: (312) 850-9095

April 27, 2016

Reverend George W. Daniels
First Baptist Congregational Church of Chicago
1613 West Washington Blvd.
Chicago, Illinois 60612

**RE: McCrory Senior Apartments
Letter of Support**

Dear Rev. Daniels:

This letter is being written in support of the McCrory Senior Apartments project at 1637-59 W Washington on the Near West Side. As The Women's Treatment Center, I endorse this important initiative proposed by Brinshore Development and the First Baptist Congregational Church.

The construction of 62 units of high-quality, energy efficient, highly-amenitized affordable housing in our community will help to preserve affordability for low-income seniors in a highly-desirable, transit-oriented location. It will also allow seniors who live in the neighborhood an opportunity to age in place in their community without having to move out of the City. McCrory Senior Apartments will be a welcomed asset on the Near West Side.

We hope that the City of Chicago Department of Planning and Development will support this important initiative.

Please contact me at 312-633-4955 if you have any questions.

Thank you in advance for support of this project.

Very truly yours,

Linda Maranda
Executive Director
The Women's Treatment Center

"Let All Guests Be Received As Christ"

St. Leonard's Ministries

2100 West Warren Boulevard, Chicago, Illinois 60612
312-738-1414 • Fax: 312-738-1417 • www.slministries.org



April 27, 2016

Reverend George W. Daniels
First Baptist Congregational Church of Chicago
1613 West Washington Blvd.
Chicago, Illinois 60612

**RE: McCrory Senior Apartments
Letter of Support**

Dear Rev. Daniels:

This letter is being written in support of the McCrory Senior Apartments project at 1637-59 W. Washington on the Near West Side of Chicago. As Executive Director of St. Leonard's Ministries, I endorse this important initiative proposed by Brinshore Development and the First Baptist Congregational Church.

The construction of 62 units of high-quality, energy efficient, affordable housing with highly attractive amenities in our community will help to preserve affordability for low-income seniors in a highly-desirable, transit-oriented location. It will also allow seniors who live in the neighborhood an opportunity to age in place in their community without having to move out of the city. McCrory Senior Apartments will be a welcomed asset on the Near West Side.

We recommend that the City of Chicago Department of Planning and Development support this important initiative.

If you have any questions, please contact me at 312-738-1414 ext. 13.

Sincerely,

Walter Boyd
Executive Director
St. Leonard's Ministries

HONORARY BOARD

Lerone Bennett, Jr.
Historian and Author
Alderman Walter Burnett
City of Chicago, 27th Ward
Robert Parker Coffin
Founding Board Member
The Hon. Danny K. Davis
U. S. Congressman, 7th District
The Most Rev. Frank T. Griswold, III
Ret'd Presiding Bishop, Episcopal Church
Former Rep. Constance Howard
State of Illinois, 34th District
Richard Pepper
Pepper Construction Co. Chairman
The Rev. William D. Persell
Ret'd Episcopal Bishop of Chicago

BOARD OF DIRECTORS

The Rt. Rev. Jeffrey D. Lee
Bishop of Chicago
Chairman of the Board (Ex Officio)

OFFICERS

Rev. David P. Jones, *President*
Rev. Alexander Sharp,
Executive Vice President
Peter Daane, *Treasurer*
Deborah Harrington, *Secretary*

MEMBERS

Padraig Brennan
Dustin Cantrell
Kevin Dolan,
Vice President, Resource Development
Sr. Eunice Drazba, OP
Cheryl Gaines, MD
Mary Elyse Howe-Ebright
Sherry Kostman
Sam Jones
T. Manning
Erwin Mayer
Varnado Payne El
Rev. Christopher Powell
James Russell
Butler Sharpe, III
Nikki Stein
David Waud

EXECUTIVE DIRECTOR

Walter L. Boyd

PROGRAMS

St. Leonard's House 312-738-1414
Grace House 312-733-5363
St. Andrew's Court 312-226-7620
The Michael Barlow Center 312-226-6270
Harvest Commons Residence 312-492-7300
Gracie's Café 312-492-8800

1717 West Lake Street
Chicago, Illinois 60612
(312) 666-6019
Fax (312) 666-6809



Hermitage Manor Cooperative

April 27, 2016

Reverend George W. Daniels
First Baptist Congregational Church of Chicago
1613 West Washington Blvd.
Chicago, Illinois 60612

RE: McCrory Senior Apartments
Letter of Support

Dear Rev. Daniels:

This letter is being written in support of the McCrory Senior Apartments at 1637-59 W. Washington Blvd on the Near West Side. As President of Hermitage Manor Cooperative, we The Board of Directors, Lucille Morgan-Williams, Barbara J. Williams, Pearlie Williams, Gwendolyn Warren, Ian Stephens endorse this important initiative proposed by Brinshore Development and the First Baptist Congregational Church.

The construction of 62 units of high-quality, energy efficient, highly-amenitized affordable housing in our community will help to preserve affordability for low-income seniors in a highly-desirable, transit-oriented location. It will also allow seniors who live in the neighborhood an opportunity to age in place in their community without having to move out of the City. McCrory Senior Apartments will be a welcomed asset on the Near West Side.

We hope that the City of Chicago Department of Planning and Development will support this important initiative.

Please contact me at: 312-829-6723, if you have any questions.

Thank you in advance for support of this project.

Very truly yours,

Lucille Morgan-Williams
President
Hermitage Manor Cooperative

INTERFAITH ORGANIZING PROJECT *of* GREATER CHICAGO

1617 West Washington Boulevard / Chicago, Illinois 60612-2612
Phone #: (312)243-3328 and Fax(es) #: (312)243-9108 and (312)243-9789

April 25, 2016

Reverend George W. Daniels
First Baptist Congregational Church of Chicago
1613 West Washington Blvd.
Chicago, Illinois 60612

**RE: McCrory Senior Apartments
Letter of Support**

Dear Rev. Daniels:

This letter is being written in support of the McCrory Senior Apartments project at 1637-59 W Washington on the Near West Side. As Interfaith Organizing Project of Greater Chicago, Inc, I endorse this important initiative proposed by Brinshore Development and the First Baptist Congregational Church.

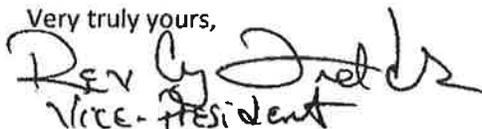
The construction of 62 units of high-quality, energy efficient, highly-amenitized affordable housing in our community will help to preserve affordability for low-income seniors in a highly-desirable, transit-oriented location. It will also allow seniors who live in the neighborhood an opportunity to age in place in their community without having to move out of the City. McCrory Senior Apartments will be a welcomed asset on the Near West Side.

We hope that the City of Chicago Department of Planning and Development will support this important initiative.

Please contact me at 773-722-7555, if you have any questions.

Thank you in advance for support of this project.

Very truly yours,



Rev. Cy Fields
Vice-President

Rev. Cy Fields
Interfaith Organizing Project
1617 W. Washington Blvd.
Chicago, IL 60612



WALTER BURNETT, JR.

ALDERMAN, 27TH WARD
4 N. WESTERN AVENUE, 10
CHICAGO, ILLINOIS 60612
TELEPHONE: 312-432-1995
FAX: 312-432-1049
E-MAIL: wburnett@cityofchicago.org

**CITY COUNCIL
CITY OF CHICAGO**
COUNCIL CHAMBER

CITY HALL, ROOM 300
121 NORTH LASALLE STREET
CHICAGO, ILLINOIS 60602
TELEPHONE: 312-744-6124
FAX: 312-742-8488

COMMITTEE MEMBERSHIPS
PEDESTRIAN AND TRAFFIC SAFETY
(CHAIRMAN)
BUDGET AND GOVERNMENT OPERATIONS
COMMITTEES, RULES AND ETHICS
EDUCATION AND CHILD DEVELOPMENT
FINANCE
HEALTH AND GOVERNMENTAL PROTECTION
PUBLIC SAFETY
SPECIAL EVENTS, CULTURAL AFFAIR
AND RECREATION
ZONING, LANDMARKS AND BUILDING STANDARDS

April 27, 2016

Mr. David Reifman
Commissioner, Department of Planning and Development
City Hall Room 1000
121 North LaSalle Street
Chicago, Illinois 60602

Letter of Support

Dear Commissioner Reifman:

This letter is being written in support of the McCrory Senior Apartments project at 1637-59 W. Washington Blvd on the Near West Side. As the 27th Ward Alderman, I endorse this important initiative proposed by Brinshore Development and the First Baptist Congregational Church.

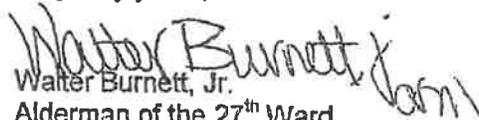
The construction of 62 units of high-quality, energy efficient, highly-amenitized affordable housing in our community will help to preserved affordability for low-income seniors in a highly-desirable, transit oriented location. It will also allow seniors who live in the neighborhood an opportunity to age in place in their community without having to move out of the City. McCrory Senior Apartments will be a welcomed asset on the Near West Side.

We hope that the City of Chicago Department of Planning and Development will support this important initiative.

Please don't hesitate to contact my office at 312-432-1995, if you have any question.

Thank you in advance for support of this project.

Very truly yours,


Walter Burnett, Jr.
Alderman of the 27th Ward
WBJ/alms