

5th Avenue Redevelopment Project | City of Naperville

Request for Qualifications

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Hamilton Partners, M&R Development & Senior Lifestyle

TUESDAY, MAY 23, 2017

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## Introduction

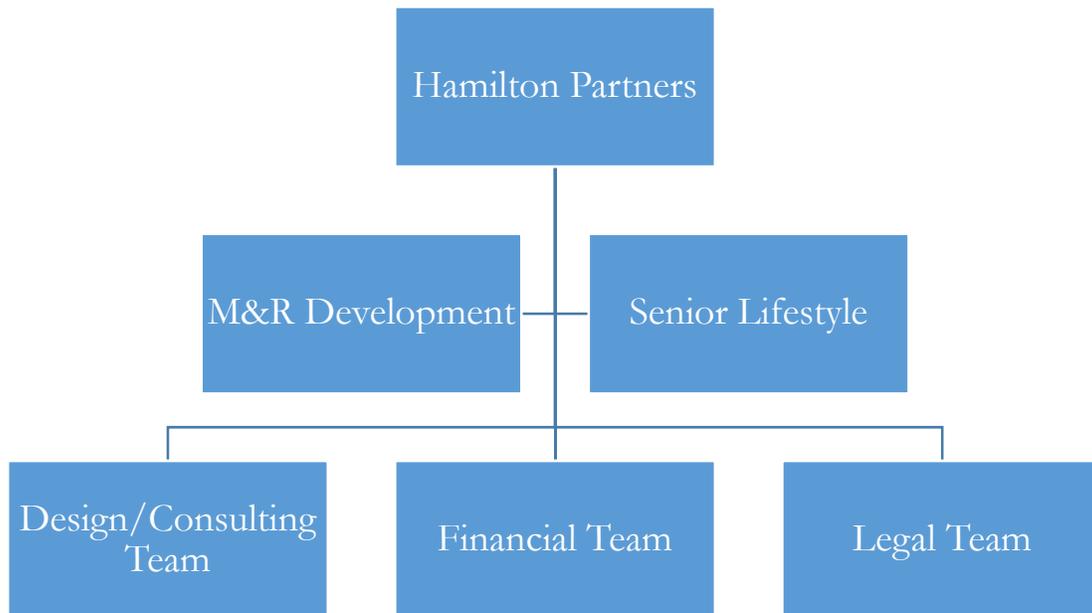
Hamilton Partners, M&R Development and Senior Lifestyle are pleased to respond to the City of Naperville's request for qualifications with regards to the 5<sup>th</sup> Avenue Redevelopment. We have reviewed all of the information that has been released by the City in reference to the request and have prepared this response for the Committee's review.

While we are uncertain of the City's exact inclinations, we have designed an initial plan that will create a gateway for the north entrance to the downtown, improve traffic flow, enhance commuter access to the train station, increase the number of available parking spaces, increase property tax revenue, and add residential capacity that will provide sales tax generating opportunities for local businesses.

As shown in the diagram below, Hamilton Partners will be the lead developer on this project and will focus on the Retail, Office and Public/Private aspects of the development as well as lead the overall coordination of all phases of the plan. M&R Development will manage the proposed multi-family component of the project and Senior Lifestyle will lead the development of the proposed Senior Living component.

Our decades of experience have provided us with the opportunity to work with many talented advisors that will be a part of our team. In developing this plan, we have solicited the help from planners, architects, traffic and transportation consultants, as well as financial consultants. Their inclusion on the team will help us guarantee a successful development at 5<sup>th</sup> Avenue.

Should any questions arise regarding our response to the request for proposal, we shall be glad to respond. We look forward to your favorable acceptance of the accompanying response for our team.



## 1.1.1 Hamilton Partners Corporate Profile



### *Hamilton Partners will be the lead developer in this project*

Hamilton Partners, Inc. is one of the Midwest's preeminent, privately held commercial development companies. The company is headquartered in Itasca, Illinois and has regional offices in Buffalo Grove, Downers Grove, and Salt Lake City, Utah. Hamilton Partners has full service management offices in 15 additional locations throughout the Chicago area. In the past 40+ years, the company has developed over 37 million square feet and continues to own several of the Chicago area's most prestigious and financially successful commercial office, industrial and retail projects.

Operating Partners of Hamilton Partners are local experts in not only the properties they are operating, but also the dynamics of their communities. With an average of 24 years of experience, each partner has developed, leased and managed numerous properties and understands all facets of community relations as well as property operations. Hamilton Partners believes that quality and service distinguish properties. The firms' portfolio is proof that the highest quality properties achieve higher rental rates, attract and retain stronger credit tenants, and experience higher occupancy.

### **Summary of Size and Depth of Experience**

The 25 partners of Hamilton Partners combine over 470 years of experience developing, owning and operating over 39 million square feet of properties. The result is a time-tested portfolio of the highest quality buildings which continue to set the standard of reference for financial performance.

The Partners have averaged development and acquisition expenditures of over \$100,000,000 annually.

Hamilton Partners continues to own and operate over 18.0 million square feet valued at approximately \$2 billion. Furthermore, land holdings of over 250 acres allow the company to continue its annual development volume.

### **Hamilton Partners current portfolio:**

	Owned/Managed	Developed
Office	9,228,807 SF	25,000,000 SF
Industrial	6,753,679 SF	20,000,000 SF
Retail	327,154 SF	5,000,000 SF
Multi-Family	1,775 Units	375 Units

### **Development Experience**

As a long-term investor in its real estate, Hamilton Partners builds institutional quality properties with an upscale corporate image and the flexibility to accommodate a wide array of tenant mixes. Historically, Hamilton Partners has principally built multiple tenant properties for lease on a speculative basis. As a result of its years of experience, Hamilton Partners has developed a keen sense of how to create efficient buildings which remain flexible as Market conditions change

### **MARK HAMILTON – PARTNER, HAMILTON PARTNERS**

Mark Hamilton is a Partner at Hamilton Partners and is involved in all aspects of development including: office, industrial, retail and multi-family, marketing, leasing, acquisition and all management activities. Mr. Hamilton has had extensive experience in land planning, zoning, entitlement and the development of vacant land and the subsequent use of the property for commercial development.

After graduating from the University of Illinois in 1985, Mr. Hamilton was employed by CB Commercial until 1991. While at CB Commercial, he served as an office broker, gaining recognition as Rookie of the Year in 1989. Mr. Hamilton received his MBA from the Kellogg Graduate School of Management at Northwestern University in 1993 and has served on numerous boards in the Chicagoland area.

### **TODD BERLINGHOF – PARTNER, HAMILTON PARTNERS**

Todd Berlinghof joined Hamilton Partners in 1989 after a brief career in the hotel industry and graduating from business school. He started as a leasing agent and 28 years later leads the company's retail division as its Senior Partner. Hamilton Partners is, first and foremost, a development company and Mr. Berlinghof has the responsibility of all its aspects. This includes site selection and land acquisition, entitlements, design and construction, tenant leasing, financing, and the sale or management of the property. Additionally he negotiated many public private partnerships that included TIF districts, sales tax sharing and land leases, all beneficial to the success of the project. Mr. Berlinghof has lead his team in developing more than 20 shopping centers totaling over 2.8 Million square feet of retail space in the Chicagoland Market.

Away from Hamilton Partners, Mr. Berlinghof is an active member of the International Council of Shopping Centers' Illinois State board and also serves as it Government Relations Chairman. He leads a committee of over 20 volunteers lobbying in Springfield and Washington D.C. on behalf of ICSC's membership. Additionally he served on Northfield's architecture commission and is now in his second term on Northfield's Planning and Zoning commission.

Mr. Berlinghof graduated in 1985 from Cornell University in Ithaca, NY with a BS in Hotel Administration and from University of Chicago in 1989 with an MBA, both with Honors.

### **GREG WINNER – PARTNER, HAMILTON PARTNERS**

Greg Winner is a Partner in the Retail Division at Hamilton Partners and a 16 year resident of Naperville. Mr. Winner is responsible for development, land acquisition and leasing activities within the Hamilton Partners portfolio. He has worked to identify and pursue new development and acquisition opportunities nationally, negotiated joint venture partnership agreements, municipal ordinance amendments, reciprocal easement agreements, purchase contracts, leases, and letters of intent. Most recently, Mr. Winner has served as the project partner in the redevelopment of an 11 acre retail and entertainment development in Norridge, Illinois along with a 12 acre Sam's Club development in Lombard, Illinois.

Mr. Winner received his MBA from Northwestern University's Kellogg Graduate School of Management after attending undergraduate at the University of Illinois Champaign-Urbana. Prior to becoming a Partner, Mr. Winner worked as Hamilton Partners' Chief Information Officer. In his role as CIO, he was responsible for leadership, critical decisions and execution of services provided by the information technology department and financial analysis group enterprise-wide.

### **PHILIP SHERIDAN – PARTNER, HAMILTON PARTNERS**

Philip Sheridan has been with Hamilton Partners since 2005. He is responsible for marketing a 3.5 million square foot portfolio of Class A office space in the East/West Corridor Submarket of Suburban Chicago which includes portions of DuPage County. His responsibilities also include: implementing creative leasing strategies, securing clients for vacant land sites, building acquisition and sales, and financial/feasibility analysis of projects.

Mr. Sheridan attended the Kellogg Graduate School of Management in 2008 at Northwestern University and received the Dean's Distinguished Service Award. He graduated from Bates College in Maine in 2000. .

## 1.1.2 M&R Development Corporate Profile



### *M&R Development will be the multi-family component developer*

Founded in 1996 by Tom Moran and Anthony Rossi, M&R Development is a developer of luxury, high-end rental apartment buildings ranging in style from garden and mid-rise to urban high-rise. Over the past 18 years, the company has developed 17 properties with over 4,275 units in greater Chicago making us one of the largest developers of luxury, high-end rental properties in the area.

Mr. Moran and Mr. Rossi were some of the first developers to bring new and innovative thinking to Midwest apartment development. Their early ideas such as expansive fitness areas and resident business centers, movie rooms, cyber cafés and full-service spas have become synonymous with luxury apartment living. Always striving to deliver beyond resident expectations, M&R Development properties feature high-end appliances, nine foot ceiling heights, crown moldings, computer niches, custom paint and upscale cabinetry and hardware in addition to granite and marble finishes.

M&R Development strives to make our developments as energy efficient as possible and have received LEED Gold Certification on our last three developments, 73 East Lake, Central Station, and Parc Huron. Our ongoing interest in building green and sustainable projects is just one of the reasons residents appreciate our approach. In a time when the cost to rent is lower than the cost to own a home, more and more residents are choosing M&R Development projects where our attention to detail and concern for the comfort of our residents is of the utmost importance.

The founding partners, Anthony Rossi, Sr., Thomas F. Moran and Thomas P. Kearney, established RMK Management Corporation over 35 years ago. RMK Management Corporation is a Chicago based real estate management company that proudly manages 30 properties totaling 6,479 units throughout the Midwest. With a deep commitment to superior customer service, we are a recognized leader in innovation. Our genuine interest in preserving the integrity and value of our communities sets us apart, allowing us to consistently deliver excellence year in and year out for 35 years. We have the industry awards to prove it but most importantly we have the respect of our residents and peers.

As owners of first class, luxury apartment properties nationwide, we realize the importance of good property management. We know how critical it is to have the people and operating systems in place to make and communicate day-to-day decisions in the most effective manner. Last but certainly not least, value can be enhanced by achieving the maximum price on a sale which is largely a function of choosing the best time to sell and present your asset in the best possible light.

RMK is more than a traditional management company. It is not only staffed to provide core management services but is able to perform more sophisticated asset management functions as well. Specifically, RMK can act as a liaison in dealing with your real estate taxes, insurance, utility purchasing/energy consultant or local political bodies.

## **THOMAS F. MORAN, MANAGING MEMBER, M&R DEVELOPMENT**

Thomas F. Moran provides a leadership role and is involved in all aspects of development and financing.

Mr. Moran received a B.S. from Marquette University and a law degree from Georgetown University. Between 1963 and 1969, he worked for Arthur Andersen in Chicago as a member of the tax staff and as a tax manager. From 1969 to 1971, Mr. Moran worked for Walston & Company as an investment banker specializing in tax oriented investments.

In 1971, Mr. Moran founded Moran & Company as an Investment Banking Firm advising on investments in real estate, oil and gas and cattle feeding. In 1973, Anthony R. Rossi joined the Company to develop, acquire and syndicate real estate investments. Between 1973 and 1986, Moran secured equity, through syndication, from individual investors for the construction of 13,500 new apartment units. Unfortunately, the ill-conceived 1986 Tax Reform Act stopped “all” individual investment in real estate and caused an eight year real estate recession. In 1994, Moran, et al formed Moran brokerage which has become a leader in the sale of institutional, apartment properties and during the past four years (2013-2016) the Company has raised equity and executed sales transactions of approximately \$4 billion per year. Additionally, in 1996 Moran and Rossi formed M&R to develop luxury, garden and high-rise apartment communities in the greater Chicago metropolitan area. Since inception, 17 properties, with over 4,275 apartment units, have been developed.

Mr. Moran has a C.P.A. and passed the Illinois Bar. He is a Director of the National Multifamily Housing Council, member of the Illinois Bar Association, the American Institute of Certified Public Accountants and the Real Estate Roundtable and is a licensed real estate Broker in numerous states.

## **ANTHONY R. ROSSI, SR., PRESIDENT, M&R DEVELOPMENT**

Anthony R. Rossi, Sr. provides a leadership role and is involved in all aspects of development and financing.

Anthony R. Rossi received a B.S. from Loyola University in 1963 and a law degree from DePaul University in 1969. Between 1963 and 1973, he worked for Arthur Andersen in Chicago, where he served on the tax staff specializing in real estate. From 1969 to 1973, he acted as a tax manager. In 1973, Mr. Rossi left Arthur Andersen to join Moran & Company. Mr. Rossi received his C.P.A from the State of Illinois in 1963, and passed the Illinois Bar in 1969. He is a member of the Chicago and Illinois Bar Associations and the American and Illinois Institute of Certified Public Accountants. Mr. Rossi is a member of the National Multi Housing Council. Mr. Rossi is the President of M&R Development, RMK Management and RMK Restoration.

## **ANTHONY R. ROSSI, JR., EXECUTIVE VICE PRESIDENT, M&R DEVELOPMENT**

Anthony R. Rossi, Jr. is the Executive Vice President of M&R Development. Mr. Rossi is responsible for overseeing all facets of development including: the selection of sites, site planning, the entitlement process, financing and construction. Mr. Rossi also serves as an Executive Vice President for RMK Management and is responsible for supervising day-today operations of all new developments of the firm. He is also responsible for overseeing the rehabilitation of over 2,100 apartment units through our affiliate company, RMK Restoration. Mr. Rossi, received a B.S. from Miami University in Oxford, Ohio in 1991 and is a Licensed Broker in Illinois and Minnesota. Mr. Rossi is also an Accredited Residential Manager (ARM).

### 1.1.3 Senior Lifestyle Corporate Profile/Team



#### *Senior Lifestyle will be the senior living component developer*

Senior Lifestyle (“SLC”) is a Chicago based developer and full service operator and owner of high quality seniors housing communities. SLC was founded by William B. Kaplan and James B. Klutznick in 1985 and currently operates approximately 19,000 residential units, with communities located in 30 States across the country. As the sixth largest seniors housing manager in the nation, SLC has established a significant presence in the industry with a reputation for providing the highest quality housing and related services for seniors.

Since its inception, SLC has built an organization with capabilities that include development, financial analysis, Marketing, and all areas of operation from building maintenance to food service and resident programs. SLC’s corporate staff consists of more than 100 professionals providing training, resources, and technical support to thousands of employees at its various properties across the country.

SLC's activities have covered the entire spectrum of seniors housing choices including both Market rate and affordable rental alternatives. With 188 properties in its current portfolio, SLC has extensive experience providing various levels of service along the continuum of care: independent living, assisted living and skilled nursing care.

In 1993 SLC worked closely with the City of Chicago to develop a unique affordable seniors housing concept. Senior Suites Chicago Corporation (“SSCC”), an affiliate of SLC, was established in 1993 to develop this new concept in affordable senior housing. Using various sources of government funding, including, but not limited to, Low Income Housing Tax Credits and HOME funds, SLC has successfully developed 24 affordable neighborhood seniors communities (in both City and suburban locations) , housing a total of more than 1,800 residents.

Over the years, SLC has grown through development, individual asset acquisitions, and portfolio acquisitions. Through these transactions, SLC has shown its ability to creatively work with a wide variety of debt and equity sources. The financial savvy and operational strength of SLC has allowed this Chicago based company to become one of the largest owner/operators of seniors housing in the nation, but the company’s mission and core values (noted below) summarize the key reasons for its sustained success.

By engaging a caring team of dedicated professionals, Senior Lifestyle will be at the forefront of creating fulfilling lifestyles that enrich seniors’ lives today and tomorrow.

#### Senior Lifestyle Core Values

Caring  
Honesty  
Appreciation  
Respect  
Teamwork



## **ROBERT GAWRONSKI – V.P. OF DEVELOPMENT, SENIOR LIFESTYLE**

Since joining Senior Lifestyle Corporation (“SLC”) in 1994, Mr. Gawronski has overseen the site selection, financing, and development of 24 affordable senior housing developments (known as “Senior Suites”) in various City of Chicago neighborhoods and suburbs and two Supportive Living Facilities providing affordable housing with assisted living services to seniors in the south suburbs of Chicago. To date, these initial 26 affordable housing developments represent more than \$357 million in total development costs and the creation of 2,327 affordable apartments for Chicago area senior citizens. Utilizing Low Income Housing Tax Credits with a variety of other public and private funding sources and subsidies, these communities are able to provide high quality housing with specially designed amenities and a variety of personal services appealing to the needs and desires of senior citizens with lower incomes.

In addition to overseeing SLC’s affordable seniors housing program, Mr. Gawronski continues to work on various market rate development opportunities for SLC and its joint venture partners. To date, he has been involved in SLC’s acquisition and financing of more than \$330 million of existing real estate assets and more than \$336 million worth of completed market rate senior housing developments throughout the country.

Prior to joining SLC, Mr. Gawronski worked as a development manager for First Centrum Corporation and Rural Housing Corporation of East Lansing, Michigan. His additional real estate experience includes work as a Market Analyst for Target Market Systems and Marketing Assistant for Centrum Management Corporation. Mr. Gawronski holds a Bachelor of Arts degree from Michigan State University.

## **MATT PHILLIPS – EXECUTIVE V.P. OF DEVELOPMENT, SENIOR LIFESTYLE**

Matt Phillips is responsible for sourcing new development opportunities for Senior Lifestyle in Assisted Living and Alzheimer communities as well as overseeing all aspects of the development process. Prior to joining Senior Lifestyle, Matt founded Integrated Development Group, which partnered with the National Electrical Benefit Fund to develop 850 Lake Shore Drive, Chicago, IL, a luxury multi-family rental project targeting a mature adult and empty nester population. Before founding IDG, he was the Senior Executive for a team that acquired and developed high-end, multi-million dollar senior living communities for Vi, formerly Classic Residence by Hyatt, of Chicago. Early in his Classic Residence career, Mr. Phillips was the General Counsel and oversaw legal and regulatory matters in addition to negotiating transactions and financing. Prior to Classic Residence, he was a Partner at the Chicago law firm of Bell, Boyd & Lloyd (now K&L Gates). There, Mr. Phillips’s clients owned and developed multi-family and condominium projects, golf course communities, and office and retail projects.

Mr. Phillips holds an MBA from Northwestern University’s Kellogg School of Management and JD from John Marshal Law School with Highest Distinction. He is affiliated with the American Seniors Housing Association, National Investment Center for Seniors Housing & Care, and Urban Land Institute.

## **NANCY CUTTER – V.P. OF DEVELOPMENT, SENIOR LIFESTYLE**

Nancy Cutter is responsible for development and construction of new communities. Ms. Cutter works closely with Marketing and sales and operations to ensure each Senior Lifestyle community operates efficiently. Ms. Cutter has more than three decades of experience in all facets of real estate development, including fourteen years of senior living community development. Her expertise encompasses site due diligence, design team selection and oversight, budget development and oversight, value engineering, and review of all construction documents. At SLC she has overseen the design of over 1,700 units in 13 communities over the past four years.

Prior to joining SLC, Ms. Cutter was Vice President of Development and Construction at Integrated Development Group where she was responsible for design of a CCRC and design and construction of a 198 unit luxury apartment building. At Classic Residence by Hyatt in Chicago, she was Assistant Vice President of Development. There, she was responsible for managing project development from design through construction commencement for several continuing care retirement communities. During her career, Ms. Cutter has held senior-level positions with numerous real estate development companies in the Chicago area including Urban Innovations, LCOR Inc., Parkside Senior Services and Mesirow Stein Real Estate. Ms. Cutter is also an architect and began her career at the architectural firm of Harry Weese and Associates in Chicago.

## 1.1.4 Design Team

### SOLOMON CORDWELL BUENZ – M&R DEVELOPMENT’S LEAD ARCHITECT

Solomon Cordwell Buenz (SCB) is an award-winning architecture, interior design, and planning firm that practices nationally and internationally from offices in Chicago and San Francisco. SCB has extensive design experience with corporate office, urban mixed-use, multi-family residential, higher education, laboratory, and transportation facilities.

SCB is recognized as one of the nation’s leading designers of residential buildings, bringing a balanced understanding of high-level design, technical innovation, sustainability, and strict adherence to project budgets. SCB’s projects have won many of the industry’s highest honors, and include pioneering LEED designs for high-rise condominiums in the United States. SCB’s extensive experience is represented by over 20,055 apartment units in 105 buildings, across the United States.



**ADDISON AND CLARK**  
Chicago, IL



**CERMAK & WABASH**  
Chicago, IL



**ELEVATE LINCOLN PARK**  
Chicago, IL



**SIENNA**  
Chicago, IL



**CONFIDENTIAL CLIENT**  
Oakland, CA



**1066 MARKET STREET**  
San Francisco, CA



**1028 MARKET STREET**  
San Francisco, CA



**923 FOLSOM**  
San Francisco, CA



**430 MAIN**  
San Francisco, CA



**CONFIDENTIAL CLIENT**  
Oakland, CA



**CONFIDENTIAL CLIENT**  
Oakland, CA



**PARK LANE**  
Honolulu, HI



**HALE KA LAE**  
Honolulu, HI



**150 VAN NESS**  
San Francisco, CA



**3333 CALIFORNIA STREET**  
San Francisco, CA



**1699 MARKET**  
San Francisco, CA

## 1.1.4 Design Team

### **GGLO DESIGN, LLC. – SENIOR LIVING DESIGN LEAD ARCHITECT**

For 30 years, GGLO has provided outstanding design for residential, mixed-use and senior living developments from its offices in Seattle and Los Angeles. We seek to bring the essence of community alive in each of our projects – believing that the fundamental desire to interact and feel a part of something can be evoked through design. This perspective runs deep through our practice, helping ensure our solutions have the most positive impact in any context. Our design teams are made up of skilled leaders in architecture, interior design, landscape architecture and urban design. We have built a design practice grounded in close collaboration with our clients across a diverse range of residential building types and markets. We work closely together to understand development needs and goals, and how to best realize those goals in the context of urban environments.

### **JERRY MCDEVITT, PRINCIPLE, DIRECTOR OF SENIOR LIVING**

Jerry is a recognized leader in Senior Living and Special Needs Housing, and brings more than 30 years of design and management experience creating Active Adult, and Independent Living and Assisted Living Communities and Dementia Care, as well as Continuing Care Retirement Communities (CCRCs) with Skilled Nursing environments. As a principal at GGLO, Jerry works closely with clients in creating vibrant hospitality-inspired and sustainable communities for this rapidly expanding segment of our population in locations throughout Washington, Oregon, California, Utah, and British Columbia. Jerry is well-versed in coordinating integrated teams from early feasibility/entitlement work through final design and construction. Jerry is an active member of AIA/Design for Aging, ULI Senior Housing Council, Leading Age, ALFA and NAHB 55+, and frequently speaks at conferences, promoting research and education with the goal of “raising the bar” for design of Senior Living and urban residential communities.



## 1.1.4 Design Team

### NICHOLAS PATERA- SENIOR VICE PRESIDENT, TESKA ASSOCIATES

Mr. Patera's professional career as a landscape architect and land planner covers over 30 years of experience on projects across the country and overseas, specializing in land and site planning, urban design, streetscape, plaza design, park and recreation planning. His projects have received many awards, and acknowledgements. Mr. Patera's professional responsibilities range from concept planning through all phases of design through construction implementation, development approval and project implementation. His reputation for excellent client service is well established. A creative and innovative approach is stressed to distinguish each assignment.

Scope of experience ranges from land planning for a new planned community town of 35,000 residents to downtown and streetscape design, site planning and testimony for traditional neighborhood developments and a wide range of residential, commercial, resort and industrial land planning and landscape architectural designs.

Examples of his public projects include:

- Maple Avenue Streetscape, Church Street Plaza, Sherman Plaza, Evanston, IL Preparation of urban design and streetscape plans for key anchor blocks within downtown Evanston's mixed-use revitalization.
- EvMark, Evanston, IL Preparation of design guidelines analysis of existing conditions, budget and construction documents for a 36 block downtown core area revitalizing the 18 year old streetscape. An approach was taken to emphasize the personality of various districts based on the prevailing land use scale and building facade appearance.
- Downtown Lemont, Lemont, IL Development of a master plan for a historic downtown located on the Illinois and Michigan Canal and Des Plaines River. Prepared specific urban design guidelines, details and implementation plans for construction of 15 block core area.
- Downtown Plan, Quincy, IL Preparation of design guidelines for urban streetscape for historic downtown consisting of distinct districts providing complementary treatments for four separate districts; Mississippi Riverfront, Village Square Commercial Shopping Districts, and Residential Districts.



## 1.1.4 Design Team

### **LUAY ABOONA – PRINCIPAL, KENIG, LINDGREN, O’HARA, ABOONA, INC.**

Luay is a founding Principal of KLOA, Inc. with over 29 years of professional experience. Luay oversees the firm’s traffic, transportation and parking assignments for public and private sector clients. Luay serves as project manager on a variety of project types, including traffic and parking studies, thoroughfare planning studies, parking demand and shared parking studies, traffic signal warrant studies, site access and related highway improvement studies, and traffic signal design. Luay also regularly appears as an expert witness at public hearings. Some of his work experience includes:

Naperville:

- CityGate Center
  - Naperville Crossing
  - Ashwood Crossings
  - Atwater Residential Development
  - Neighborhood # 11 Traffic Study
- Chicago Suburbs:
- Winnetka Station
  - Main Street Triangle TOD (Orland Park)
  - Burr Ridge Village Center
  - Oak Park Station
  - Kelmscott Park Residential Community (Lake Forest)

## 1.1.5 Financial and Legal Consultants

### **Financial Team**

#### **JOSEPH PILEWSKI – OWNER, JOSEPH PILWESKI & ASSOCIATES**

Joe Pilewski has over 25 years of experience negotiating, structuring, and implementing business incentives, TIF, fiscal impact, and tax-exempt financing in the public and private sector. Joe’s experience includes the following highlights:

- Negotiated and drafted legislation to support a Fortune 100 company’s corporation headquarters relocation.
- Completed over 100 successful incentive negotiations in over 20 states and Canada, which generated over \$1 billion in savings.
- Prepared fiscal impact analysis to support incentive package for a \$100 million multi-use redevelopment.
- Prepared financial feasibility report for TIF and water/sewer bond issues.
- Coordinated numerous TIF and tax-exempt bond issues as former Assistant Comptroller, City of Chicago and IRBs for private sector clients.

### **Legal Team**

Our development team strongly believes in working with local zoning and entitlement counsel who possess credible experience in Naperville. This would be our preferred choice and objective. We believe this will facilitate the process, not only for us, but also the City. We have decided to defer this decision to a more appropriate time.

## 1.2 Financial Capacity

### Financial Strength and Capability of the Development Team

Our development team of Hamilton Partners, Senior Lifestyles, and M & R Development brings together a powerhouse of financial stability to this project. All three entities are privately owned with a long history of financially successful developments.

#### Financial Details of Our Team:

Hamilton Partners currently owns and operates 18 million square feet of retail, office, industrial and residential in Chicago, Denver, Salt Lake City, Raleigh Durham and Florida. The combined value of this portfolio is over \$2 billion. Hamilton Partners has partnered with some of the largest institutional investors including; Prudential, GE, MEPT, The University of Notre Dame, Alcion, Greenfield, State Farm, to mention a few. Hamilton Partners also has long-standing lending relationships with JP Morgan Chase, Bank of America, The Private Bank, Wintrust, and Northern Trust, all of whom have provided funds for numerous developments over the years.

Senior Lifestyles currently manages a portfolio with annual revenue of approximately \$633 million, and an asset value of approximately \$3.0 billion. Its diverse stable of institutional financial partners allows Senior Lifestyle the ability to execute complex transactions of any size.

M&R Development, LLC currently has developed 17 first class institutional investment quality properties with 4,275 units with a total development cost of approximately \$1 billion. M&R is one of the most respected and largest multi-family developers and property managers in the Chicagoland area. M&R has established strong financial relationships with highly respected equity partners and lenders such as UBS, JP Morgan Chase, Murphy O'Brien, State Farm, GE Capital, PNC Bank and Private Bank.

### Project Financing

#### Ownership Expectations and Financial Incentives:

For the 5<sup>th</sup> Avenue Redevelopment, it is our team's intent to purchase all of the properties targeted for private development with one entity and one institutional investor. Our team has reached out to past investors and the response has been very positive given our potential involvement in the project. If selected as one of the teams to provide the city with an RFP, our team will possess the financial wherewithal to assemble the required equity and debt necessary to complete this project.

Our development team's proposed plan is to purchase the properties at a negotiated fair market rate, following the successful construction management by our team of the commuter parking garage and the Intermodal Transit Center (please see section 2.1 for details).

The City will continue to own and operate the Intermodal Transit Center as well as the commuter parking facility, which allows the City to control the cost of parking to the commuter as well as the future redevelopment options for those properties. Our Development Team will require financial incentives for those areas that are constructed as public service areas but will not be used as direct investment in the private developments. More specifically, we would apply any available incentives solely for the construction of the commuter parking facility, the Intermodal Transit Center, associated connective walkways, and any funds necessary to relocate the Children's Museum.

Our development team has consulted with Pilewski & Associates as a resource to aid both the City of Naperville and our development team in an attempt to determine the optimal public financing strategy for the 5<sup>th</sup> Avenue redevelopment project and to maintain the City's AAA bond rating. Options for funding these public service areas may include the following, in order:

- 1) Private sector. The outright land purchase of the private development parcels at a fair market rate from the City will ensure that we are able to reduce the public funding as much as possible.
- 2) User Fees collected from commuters for these services.
- 3) Federal and state grant revenue, as available.
- 4) Governmental Non-corporate Funding Sources (these include items such as motor fuel taxes to help fund streetscape work).
- 5) Special District/TIF District Funding.

Our development team expects the public funds used for the project will need to be allocated only to those aforementioned areas which serve the public. The private development portion of the project consisting of the multi-family, senior living, hotel, potential medical office & higher education facilities, and for-sale housing product will not require any public funds. The developer, equity partner, and debt provider will accept the financial risk for each phase of the development. More specifically, our development team would look to the multitude of equity and debt partners with whom we have worked in the past. As discussed above, these funding sources are among the most reputable in the industry and a testament to our team's financial stability.

### 1.3.1 Hamilton Partners Project Experience



**Hamilton Lakes - Itasca:** Hamilton Lakes is a 350 acre, master-planned business community developed by Hamilton Partners. The Park boasts unequaled office space, luxurious amenities, and beautiful indoor and outdoor public spaces. Within the park are two hotels, four restaurants, a child care center, and fitness center. In addition to amenities Hamilton Lakes is home to over 3.7 million square feet of Class A office space. Adjacent to the park are the Residences at Hamilton Lakes, developed together with M&R Development, which boasts 297 apartments.

Hamilton Lakes Office Park, the flagship development and home of Hamilton Partners, first took shape in the early 1980s. The development began with The Hamilton Hotel and 500 Park Boulevard. Including the thirteen buildings, there are over 68 acres of development land which will continue the growth of the park into the future. Hamilton Partners continues to work closely with the Village of Itasca as Hamilton Lakes Office Park continues to grow.

Each building or entity within the park was financed based on the individual building's own plan. The buildings are operated based on their ownership, whether it be fully owned by Hamilton Partners or owned by a joint venture. Piecing together Hamilton Lakes Business Park continues to showcase solid relationships with the Village of Itasca; relationships which have grown over the past 35 years and is proof of our "long-term ownership of real estate" goals.

**Reference:**

Nancy Hill, Community Development Director  
Village of Itasca  
550 W. Irving Park Road  
Itasca, IL 60143  
Office: 630-773-5568

### 1.3.1 Hamilton Partners Project Experience



**Esplanade Business Park - Downers Grove:** The Esplanade at Locust Point is located at one of the most vital intersections west of Chicago’s Loop. This master-planned development of approximately 3 million square feet and 80 acres, offers unequaled office space and luxurious amenities for the business community. First-class hospitality in the DoubleTree Suite Hotel and beautiful indoor and outdoor public spaces are well established and are directly accessed by all buildings via a skywalk system. Additional amenities include The Esplanade Fitness Center, Bright Horizons Daycare Center, full service restaurants, a deli, and a retail arcade. The Esplanade provides a direct free bus connection to the Belmont Station in Downers Grove.

The Esplanade conveys sophistication through the use of granite, reflective glass, lighted metal roofs and rich interior detailing throughout. Buildings are integrated with each other and along the building walkways, which meander through outdoor plazas and provide a harmonizing element for the development. Immediately adjacent to the office towers is a 6-level parking deck.

The Mastered Planned Community allows for integrated building planning and design, along with future connection of all buildings as the Park continues to grow. Each building is financed individually with private funding and joint venture partnerships.

**Reference:**

Dave Fieldman  
Village Manager  
Village of Downers Grove  
801 Burlington Avenue  
Downers Grove, IL 60515  
(630) 434-5526

### 1.3.1 Hamilton Partners Project Experience



**Willow Festival, Northbrook:** Willow Festival is one of the largest and most exciting developments in Chicago’s North Shore Suburbs. This project was structured as an unsubordinated ground lease with The Society of the Divine Word. Todd Berlinghof negotiated a 99-year ground lease at the end of 2004. Construction began almost a year later in November 2005. Lowes, one of the major anchor tenants, opened for business in October 2006.

The development boasts over 400,000 square feet and includes a prestigious national tenant roster of Whole Foods, CVS Pharmacy, DSW, HomeGoods, and Starbucks, to name a few. Hamilton Partners was able to convert a wooded, undevelopable land corner into an asset. Land purchase price was \$64 million. Hamilton Partners worked closely with the City of Northbrook while managing the project. This project was well received by both entities and their respective consultants and advisors and resulted in great success for all involved.

**Reference:**

Ms. Ginny Mulligan Techny  
Techny Land Corporation  
1985 Waukegan Rd  
Techny, IL 60082  
(847)272-2700 X1670

### 1.3.1 Hamilton Partners Project Experience



**Stony Creek Promenade, Oak Lawn:** Hamilton Partners developed Stony Creek Promenade in a public/private partnership with the Village of Oak Lawn who was the land owner. The Promenade was developed in 2014 with a retail mix that complements today's economy, like Mariano's Grocery, Cooper's Hawk Restaurant, Starbucks, and Chipotle. The project included high end landscaping and upscale finishes that makes the Promenade distinctive and fun. The total development costs were over \$22 million.

The Village leased the land to Hamilton Partners. During this project, the Village's debt was substantially reduced and the TIF is on track to be paid back more than a decade early. The increased tax base and an estimated 700+ jobs that were created were a big asset to citizens of Oak Lawn.

The goal for this project was to transform a dilapidated retail center into a vibrant and exciting retail destination for the southwest suburban area. Stony Creek Promenade opened in 2015, succeeded with record breaking openings, fully leased stores and draws residents to Oak Lawn from surrounding areas. The future decades of millions of dollars in additional yearly revenue for the schools, parks, library and Village made this project a huge success for Hamilton Partners and the Village of Oak Lawn.

**Reference:**

Mr. Larry Deetjen  
Village Manager  
Village of Oak Lawn  
9446 S Raymond Ave  
(708) 499-7743

### 1.3.2 M&R Development Project Experience

**Project Name:** 73 East Lake  
**Developer:** M&R Development, LLC/UBS  
**Architect:** Solomon Cordwell Buenz  
**Location:** 73 East Lake Street, Chicago, IL  
**Project Type:** Residential High-rise Development  
**Total Development Cost:** \$117 million



[www.experience73.com](http://www.experience73.com)

#### Details:

Use/Product	Total
<u>Unit Mix</u>	
Convertible	113
1 Bed / 1 Bath	71
2 Bed / 2 Bath	148
<b>Total Rental Units</b>	<b>332</b>
Avg. Unit Size (SF)	889
Residential Parking	183 total

#### Background & Community:

73 East Lake was designed in collaboration with the City of Chicago Department of Housing and Economic Development to redevelop this former obsolete parking garage and shuttered restaurants. The property was completed in 2014 and sets a new standard in high-rise apartment living with over 40,000 square feet of amenity space and the highest quality of unit interiors to date. Throughout the development process, we worked diligently and closely with our neighbors to result in minimal disturbance to nearby businesses. Having obtained LEED Gold certification, 73 East Lake is a non-smoking community and offers a green roof and lush landscaping. With acute attention to detail, this development was executed to the highest standards to be successful in a highly competitive marketplace.

**Lender/Equity Partner:** UBS & M&R Development

**Contact:** City of Chicago Department of Planning and Development,  
 City of Chicago 42nd Ward Aldermanic Office, (312)744-3062, [office@ward42chicago.com](mailto:office@ward42chicago.com)

### 1.3.2 M&R Development Project Experience

**Project Name:** Central Station  
**Developer:** M&R Development, LLC/Globe Corporation  
**Architect:** OKW Architects  
**Location:** 1720 Central Street, Evanston, IL  
**Project Type:** Mixed Use Infill Residential Retail Development  
**Total Development Cost:** \$23 million



[www.centralstationapartments.com](http://www.centralstationapartments.com)

#### Details:

Use/Product	Total
Total Retail (SF)	10,700
<u>Unit Mix</u>	
Studio	8
1 Bed / 1 Bath	44
2 Bed / 2 Bath	18
2 Bed+Den / 2 Bath	6
3 Bed / 2 Bath	4
<b>Total Rental Units</b>	<b>80</b>
Avg. Unit Size (SF)	965
Residential Parking	80 enclosed spaces

#### Background & Community:

Central Station is a strong example of an urban infill development which required the architectural style to be compatible with the historical style found within its surrounds. This residential/retail development addressed the streetscape needs of the community by providing retail and rental residence amenity uses that created life and vitality to Central Street. Central Station was planned and designed to provide the highest level of luxury rental housing found in this region. Attention to detail and scale were executed with profound care and beneficial results were appreciated by the city of Evanston and the Central Street neighborhood. The development demonstrated a well-balanced effective marriage of a variety of uses contained in one structure. M&R Development's continued dedication to green initiatives is seen at Central Station where we obtained LEED Gold certification and promoting healthy lifestyle programs for our community.

**Lender:** PNC Bank

**Equity Partner:** M&R Development and Globe Corporation

**Contact:** Dennis Marino, former interim acting Community Development Director, and current President of Urban Regeneration Group: (847)840-3715, [urbanregengroup@gmail.com](mailto:urbanregengroup@gmail.com)

### 1.3.2 M&R Development Project Experience

**Project Name:** Residences at the Grove  
**Developer:** M&R Development, LLC  
**Architect:** Cordogan Clark & Associates  
**Location:** I-355 & Butterfield Road, Downers Grove, IL  
**Project Type:** Multiple Family Rental Community  
**Total Development Cost:** \$71 million



[www.theresidencesatthegrove.com](http://www.theresidencesatthegrove.com)

**Details:**

Use/Product	Total
<u>Unit Mix</u>	
Studio	21
1 Bed / 1 Bath	144
2 Bed / 2 Bath	105
2 Bed / 2.5 Bath	24
<b>Total Rental Units</b>	<b>294</b>
Avg. Unit Size (SF)	1,003
Residential Parking	532 total

**Background & Community:**

The Residences at the Grove was a very challenging development venture with a Home Depot and single family neighborhood as our closets neighbors. The finished results have been highly acclaimed by the Village of Downers Grove and other neighboring municipalities. This development is a perfect example where all the vested entities worked together to create a desirable place to call home in a market that was underserved. The centrally located open space was created as a focal active amenity area that provided a distinct connection to all three 7-story midrise residential buildings. To buffer the single family neighbors we created a rental 2 bedroom/2 bathroom row home product which provided a unique housing opportunity and an essential land planning element.

**Lender:** Wachovia Bank  
**Equity Partner:** M&R Development and American Realty Advisors  
**Community Contact:** David B. Fieldman, Village Manager, Downers Grove  
 (630)432-5526, dfieldman@downers.us

### 1.3.2 M&R Development Project Experience

**Project Name:** Regency Place  
**Developer:** M&R Development, LLC  
**Design Architect:** Bloodgood Sharp & Buster  
**Architect of Record:** Balsamo Olson Lewis Design Group  
**Location:** 2003 W. Meyers Road, Oakbrook Terrace, IL  
**Project Type:** Mixed Use Multiple Family Rental and Retail Development Community  
**Total Development Cost:** \$37 million



[www.regencyplaceapartments.com](http://www.regencyplaceapartments.com)

**Details:**

Use/Product	Total
Total Retail (SF)	2 Buildings/14,000
<u>Unit Mix</u>	
1 Bed / 1 Bath	32
1 Bed+Den / 1 Bath	8
2 Bed / 2 Bath	48
2 Bed+Den / 2 Bath	8
3 Bed / 2 Bath	16
<b>Total Rental Units</b>	<b>112</b>
Avg. Unit Size (SF)	1,199
Residential Parking	232 total (180 indoor/52 outdoor)

**Background & Community:**

Regency Place has proven over time to be a dynamic contribution to the regional area and the city of Oakbrook Terrace. This 7.1 acre site was designed strategically as a residential-retail mixed use development consisting of a well-planned retail component, relating to a major arterial street and a 5-story luxury rental component. A portion of the retail included a white tablecloth restaurant, Volare, which had become one of the most popular restaurants in all of the western suburbs. Beautiful landscaping elements can be found throughout the development creating an exterior feeling of high quality. This development provided much needed diversified housing for the several million square feet of nearby office space.

**Lender:** PNC Bank  
**Equity Partner:** M&R Development and Private Investments  
**Community Contact:** Tony Ragucci, Mayor: 630-941-8300, [tragucci@oakbrookterrace.net](mailto:tragucci@oakbrookterrace.net)  
 Mihaela Dragan, City Zoning Admin.: 630-941-8300,

### 1.3.2 M&R Development Project Experience

**Project Name:** Addison & Clark  
**Developer:** M&R Development, LLC/UBS/Bucksbaum Retail Properties, LLC  
**Architect:** Solomon Cordwell Buenz  
**Location:** 1025 W. Addison, Chicago, IL  
**Project Type:** Mixed Use Multiple Family Rental and Retail Development Community  
**Total Development Cost:** \$130 million



www.addisonandclark.com

#### Details:

Use/Product	Total
Total Retail (SF)	160,000
<u>Unit Mix</u>	
Studio	12
Convertible	32
1 Bed / 1 Bath	54
2 Bed / 2 Bath	50
<b>Total Rental Units</b>	<b>148</b>
Avg. Unit Size (SF)	869
Residential Parking	410 total

#### Background & Community:

Addison and Clark was planned and designed in collaboration with the City of Chicago Department of Planning and Development, the 44<sup>th</sup> Ward Aldermanic office and over (20) neighborhood organizations. This undertaking required a significant redevelopment of obsolete commercial and restaurant buildings spread out over two acres of land. The property resides at the southeast corner of Addison and Clark Streets just directly south of Wrigley Field. M&R, along with our joint venture development partner, Bucksbaum Properties, have created a unique retail-residential mixed-use development of the highest quality generating future benefits to the City and community. Addison & Clark represents the strong dedication, financial wherewithal and tenacity to make a truly complicated development plan into reality. This development is currently under construction.

**Lender/Equity Partner:** UBS, M&R Development & Bucksbaum Retail Properties, LLC  
 City of Chicago Department of Planning and Development,  
 312-7443653  
 City of Chicago 44th Ward Aldermanic Office, 773-525-6034,  
 ward44@cityofchicago.org

### 1.3.2 M&R Development Project Experience

**Project Name:** The Residences at Hamilton Lakes  
**Developer:** Hamilton Partners/M&R Development, LLC  
**Architect:** BSB Design  
**Location:** 1133 N. Arlington Heights Road, Itasca, IL  
**Project Type:** Multiple Family Rental Community  
**Total Development Cost:** \$68 million



[www.theresidencesathamiltonlakes.com](http://www.theresidencesathamiltonlakes.com)

**Details:**

Use/Product	Total
<u>Unit Mix</u>	
Studio	3
1 Bed / 1 Bath	186
2 Bed / 2 Bath	96
3 Bed / 2 Bath	12
<b>Total Rental Units</b>	<b>297</b>
Avg. Unit Size (SF)	949
Residential Parking	513 total

**Background & Community:**

M&R Development and Hamilton Partners created a Joint Venture partnership to pursue the development and Village of Itasca approvals for this unique residential development. The Village of Itasca had not experienced multi-family housing on this scale for some time. As developers, we worked in collaboration with the Mayor’s office, Village Manager, and the Planning Department very early on through a series of concept and courtesy meetings to develop a mutual trust.

The Residences at Hamilton Lakes in Itasca, Illinois consists of three luxury mid-rise residential buildings and a clubhouse. These are the first apartments to be welcomed into the Hamilton Lakes Business Park which includes over three million square feet of office space, restaurants and two hotels. The Residences at Hamilton Lakes were designed with luxury in mind, featuring finishes found in custom condominium homes. Our first occupancies are expected in early June 2017.

**Lender:** JPMorgan Chase  
**Equity Partner:** Murphy O’Brien, Hamilton Partners and M&R Development  
**Community Contact:** Jeffery J. Pruy, Mayor of Itasca, 630-773-0835

### 1.3.3 Senior Lifestyle Project Experience



**North Shore Place, Northbrook**

#### Background & Community

Located in beautiful Northbrook, our premier Chicago-area Assisted Living and Memory Care location offers luxury retirement apartments and specializes in senior care. North Shore Place is not only conveniently located near the Chicago Botanical Gardens, Ravinia Music Festival, Northbrook Mall and Lake Michigan, but also near major highways for ease of travel.

156 Assisted Living/Memory Care Apartments	
Site Size	7.19 Acres
Building Height	5 Stories
Total Development Cost	\$50.7 Million
Placed in Service	7/3/2014
Entitlements Required	Zoning Amendments, Plat of Subdivision, & Redevelopment Agreement (regarding site improvements) with Village of Northbrook
Lender	BBVA Compass
Institutional Equity Partner	AEW Capital Management
Public Funding/Incentives	None

#### Local Reference (Representing the Municipality):

Sandra E. Frum  
 Village President  
 1225 Cedar Lane  
 Northbrook, IL 60062  
 Phone: 847-272-2816  
[frum@northbrook.il.us](mailto:frum@northbrook.il.us)

**1.3.3 Senior Lifestyle Project Experience**



**The Sheridan at Green Oaks, Lake Bluff**

**Background & Community**

The Sheridan at Green Oaks provides inspired living for seniors in Green Oaks and its surrounding communities, such as Libertyville, Lake Bluff and North Chicago. With apartments, programs and customized care plans for Illinois Assisted Living, Independent Living, and Memory Care, residents of The Sheridan at Green Oaks live without worrying about their next move. Our exceptional Illinois retirement home is conveniently located at the corner of Atkinson Ave. and Waukegan Road and easily accessible for families from Buckley Road, Skokie Highway, 176, and I-94.

198 Assisted Living/Memory Care Apartments	
Site Size	22.22 Acres
Building Height	Varying Heights (5 stories max)
Total Development Cost	\$67.8 Million
Placed in Service	4/24/2017
Entitlements Required	Annexation Agreement, Zoning Amendment, TIF Redevelopment Agreement
Lender	BBVA Compass
Institutional Equity Partner	AEW Capital Management
Public Funding/Incentives	Tax Increment Financing (Village of Green Oaks)

**Local Reference (Planning Committee Chairman & Trustee: Village of Green Oaks):**

Brian Muskat  
 Village of Green Oaks  
 2020 O’Plain Road  
 Green Oaks, IL 60048  
 Phone: 847-362-5363  
[blm14345@gmail.com](mailto:blm14345@gmail.com)

### 1.3.3 Senior Lifestyle Project Experience



**Senior Suites of Norwood Park, Chicago**

#### **Background & Community:**

The development of Senior Suites of Norwood Park was made possible by a public/private partnership that will allow residents to enjoy a very high quality of living at an affordable rate.

84 Units of affordable Seniors Housing	
Site Size	4.3 Acres
Building Height	3 Stories
Total Development Cost	\$23.9 Million
Placed in Service	10/31/2014
Entitlements Required	Planned Unit Development (Zoning Ordinance Amendment), Listing of former monastery on the National Register of Historic Places, Allocation of Low Income Housing Tax Credits
Lender	BMO Harris N.A.
Institutional Equity Partner	Boston Capital
Public Funding/Incentives	Historic Tax Credits (National Park Service/State Historic Preservation Office), Low Income Housing Tax Credits (Illinois Housing Development Authority), HOME Loan (City of Chicago), AHP Grant (Federal Home Loan Bank of Chicago), Energy Grant (State of Illinois Department of Commerce and Economic Opportunity).

#### **Local Reference (representing former property owner):**

Keith A. Zekind  
 Director of Finance  
 The Congregation of the Passion, Holy Cross Province  
 1420 Renaissance Drive, Suite 312  
 Park Ridge, IL 60068  
 (773) 631.6336 extension 223, email: [keith@cppo.org](mailto:keith@cppo.org)

## **2.1 Initial General Development Concept Statement**

Hamilton Partners, M & R Development LLC and Senior Lifestyle are pleased to present our response to the City of Naperville's Request for Qualifications, "5<sup>th</sup> Avenue Redevelopment Opportunities". If selected, our team, its leaders, staff and professionals will work closely in a collaborative effort to achieve the City's goal and bring to reality an exciting redevelopment plan that broadens the City's legacy of architectural excellence, while providing a high quality, mixed-use transit oriented development.

Our Joint Venture development Team proposes a "Master Plan" concept for all seven parcels which will generate a valued purposeful mix of uses as depicted in the Conceptual Site Plan at the end of this section. The uses will be planned and assembled in such a way to work together in a meaningful cohesive compilation to successfully fulfill the objectives and goals of all interested stakeholders.

As you review this proposal, we hope you will see in our effort, a program that identifies a balance amongst all criteria including design aesthetics, land value, density and compatibility with the surrounding neighborhood consistent with the City's planning and studies objectives. Each of these considerations has influenced our plans and is discussed briefly below:

### **Planning and Land Use Theme**

We have dual symbiotic goals guiding our overall plan. First is to assure that our plan creates a compatibility with the character and quality of the City of Naperville's 5<sup>th</sup> Avenue Station neighborhood, with architecture, massing and materials that respect and enhance the soft urban fabric of this area. The uses for all parcels have been positioned in a logical, sensible manner to generate pedestrian activity, facilitate commuter usage, and stimulate business and commerce, while maintaining a respect for residential neighbors and community.

Second, we believe that this development will be perceived by many as the northern boundary of the downtown. Given the visibility from the main northern artery for the district, this project will be viewed as a gateway to downtown. Therefore, as the plan develops, it is important that water features, landscaping and building architecture create a significant and welcoming entrance to the downtown.

The project plan will bring multi-family, senior living, for-sale housing, specialized office, and a market appropriate amount of retail that will support commuters. Also contemplated are options for the Children's Museum which shall be refined as we gain a better understanding of the Museum's size requirements and objectives.

### **Site Plan Summary**

#### **Water Tower West**

We propose a 5 level parking garage be constructed on Water Tower West that will hold an estimated 1,650 parking spaces. This new parking garage will accommodate more than the entire current parking system. This property will be the first one developed which will greatly reduce the inconvenience to commuters as the overall parking system will be maintained as the remaining lots are removed from service. Our belief is that future parking requirements will be greatly reduced with the advent of driverless technology. Concentrating the parking in this location will facilitate the future further redevelopment of the Water Tower West lot without disrupting the other properties involved in the RFQ. A canopy shall be

built on the existing pedestrian walkway that runs from the north train platform to the new Water Tower Garage which will provide commuters protection during inclement weather.

### **Kroehler Lot**

Given the proximity of existing single family residential properties on the north, east and west, we believe the Kroehler lot should be developed as single family residential housing that is architecturally compatible with new homes that are being built in the neighborhood. Alternatively, since the entire block is available for development, perhaps a row home concept similar to the newer residential that was constructed on the north side of Spring Avenue between Washington and Webster could be contemplated.

### **Parkview Lot**

As identified in the Naperville Metra Station Bus Depot and Commuter Access Feasibility Study, we believe the Parkview Lot would be ideal for the Transit Center which would provide off-street bus staging and consolidate passenger pick-up/drop off activities. By constructing the West Tower parking garage along with establishing the Parkview Lot as the Transit Center, we believe the traffic flow of the overall system will be better distributed with parking commuters entering and exiting the area from the north and bus/kiss & ride users entering and exiting from the south. Our plan would extensively landscape the western border of the Parkview lot to create an aesthetically pleasing view from Washington.

### **Upper Burlington, Lower Burlington and Boecker Property**

Our plan contemplates the vacation of the portion of Center Street that currently separates the Lower Burlington lot and the Boecker Property. On the northwest corner of the Lower Burlington lot, we will create an architecturally significant feature that will define the entrance to the downtown area. We will gather opinions from City Officials, Staff and residents to determine what the new gateway will be and envision a water feature or sculpture that will be memorable and defining.

The Lower Burlington lot and the Boecker Property shall also feature a large mixed-use building that will house some combination of commuter supportive retail, office, senior living, and perhaps multifamily as well as a new location for the DuPage Children's Museum. The Upper Burlington lot will be used primarily for parking that will support the new Lower Burlington/190E lot.

### **DuPage Children's Museum Property**

As currently presented, we contemplate the relocation of the Museum as previously mentioned. In its place we have depicted a Multi Family or Senior Living development that would occupy the entire property. However, given the information provided in the RFQ, there are several unknowns that will affect our plan. For example, what is the optimal size of the Museum? How many patrons come to the museum via METRA? Would the City support the use of TIF or land sale profit to subsidize the relocation of the Museum?

Depending on the answers to these questions and others, it may be preferable by all stakeholders to leave the Museum parcel unchanged. In that scenario, we would contemplate increasing the height of the mixed-use building on the Lower Burlington lot and the Boecker Property to accommodate the proposed uses.

We look forward to gaining a better understanding of the desires and economics of the Museum from the effected parties which will enable us to refine our plan. It is important to note that members of our team have been members of the Museum in the past and we appreciate the Museum's value to the community.

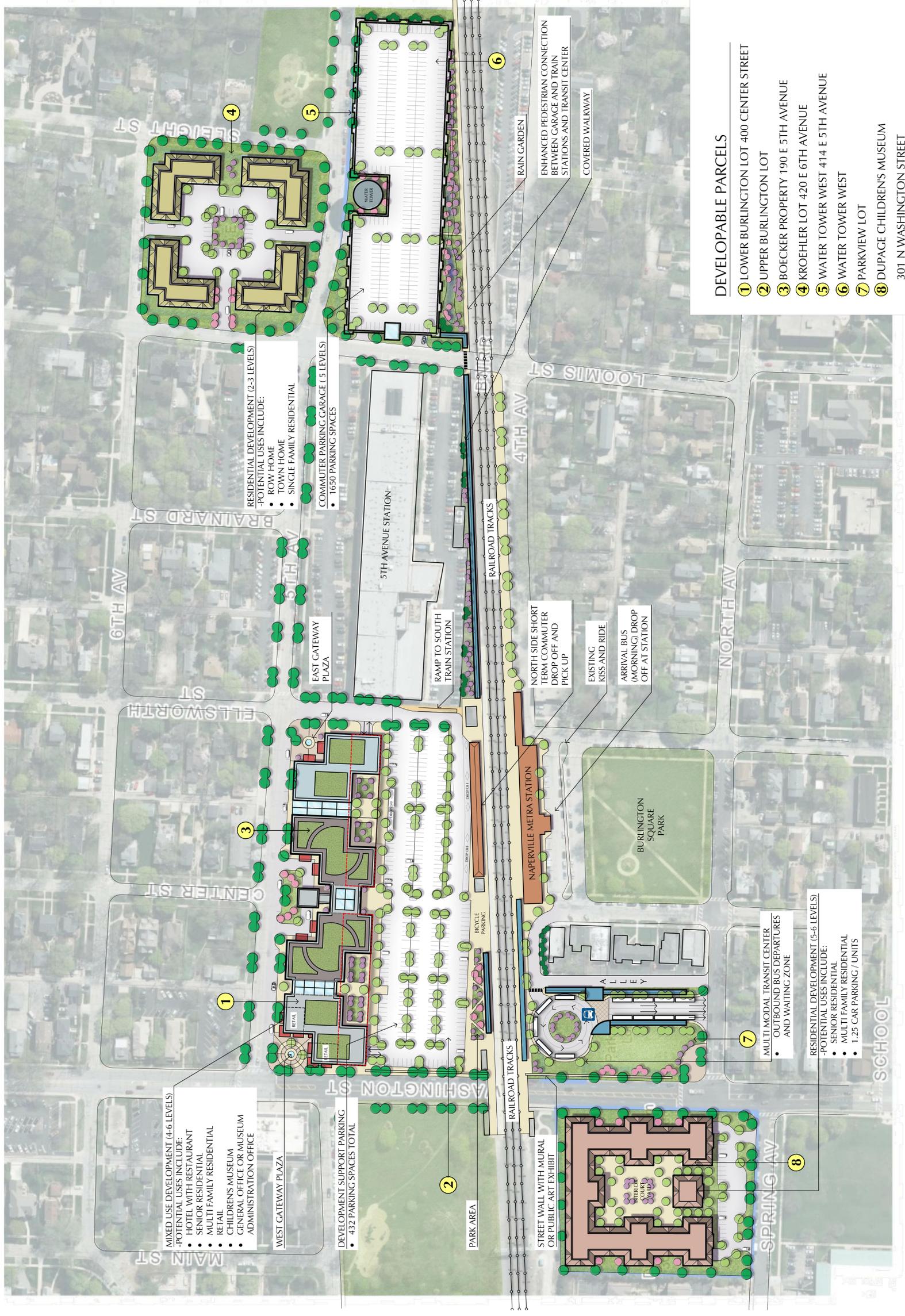
## Timing

The timing of the entire development will be dependent on the timing of the entitlements process. As previously mentioned, the first phase of construction would involve the development of the Intermodal Transit Facility and the commuter parking facility to maintain the parking system for commuters. Once these facilities are complete, our team would close on the private-sector development properties. The proposed schedule is an estimate of the time required to complete the various components of the entitlement, development and construction process:

### Timeframe

Design Development	3-6 Months
Entitlements Approvals	3-6 Months
Construction Drawings	3-6 Months
Construction	18-24 Months

While there are many questions to be answered before a definitive plan can be finalized, we believe this is an initial concept for the development that will bring vitality to the City of Naperville. Our 5<sup>th</sup> Avenue Redevelopment will improve traffic flow, upgrade commuter access, enhance the value of surrounding properties, add new sales tax generating residents, visitors, and employees that will enjoy the downtown area, and most importantly, complement the energy the city already offers.



**MIXED USE DEVELOPMENT (4-6 LEVELS)**  
 -POTENTIAL USES INCLUDE:  
 • HOTEL WITH RESTAURANT  
 • SENIOR RESIDENTIAL  
 • MULTI FAMILY RESIDENTIAL  
 • RETAIL  
 • CHILDREN'S MUSEUM OR MUSEUM  
 • GENERAL OFFICE OR MUSEUM  
 • ADMINISTRATION OFFICE

WEST GATEWAY PLAZA

**DEVELOPMENT SUPPORT PARKING**  
 • 432 PARKING SPACES TOTAL

**RESIDENTIAL DEVELOPMENT (2-3 LEVELS)**  
 -POTENTIAL USES INCLUDE:  
 • ROW HOME  
 • TOWN HOME  
 • SINGLE FAMILY RESIDENTIAL

COMMUTER PARKING GARAGE (5 LEVELS)  
 • 1650 PARKING SPACES

EAST GATEWAY PLAZA

PARK AREA

STREET WALL WITH MURAL OR PUBLIC ART EXHIBIT

RAMP TO SOUTH TRAIN STATION

NORTH SIDE SHORT TERM COMMUTER DROP OFF AND PICK UP

EXISTING KISS AND RIDE

ARRIVAL BUS (MORNING) DROP OFF AT STATION

NAPERVILLE METRA STATION

BURLINGTON SQUARE PARK

**MULTI-MODAL TRANSIT CENTER**  
 • OUTBOUND BUS DEPARTURES AND WAITING ZONE

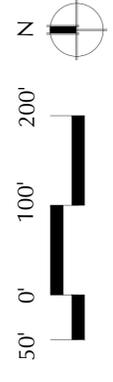
**RESIDENTIAL DEVELOPMENT (5-6 LEVELS)**  
 -POTENTIAL USES INCLUDE:  
 • SENIOR RESIDENTIAL  
 • MULTI FAMILY RESIDENTIAL  
 • 1.25 CAR PARKING / UNITS

**DEVELOPABLE PARCELS**

- ① LOWER BURLINGTON LOT 400 CENTER STREET
- ② UPPER BURLINGTON LOT
- ③ BOECKER PROPERTY 190 E 5TH AVENUE
- ④ KROEHLER LOT 420 E 6TH AVENUE
- ⑤ WATER TOWER WEST 414 E 5TH AVENUE
- ⑥ WATER TOWER WEST
- ⑦ PARKVIEW LOT
- ⑧ DUPAGE CHILDREN'S MUSEUM 301 N WASHINGTON STREET

**5th AVENUE REDEVELOPMENT**  
**WASHINGTON AND 5th AVENUE NEIGHBORHOOD TRANSIT ORIENTED DEVELOPMENT**  
 CONCEPTUAL SITE PLAN

Naperville, Illinois



MAY 16, 2017

**HAMILTON PARTNERS**  
 300 Oak Brook Center, Suite 201  
 Oak Brook, IL 60110  
 P: 630.250.9700

**SENIOR LIFESTYLE**  
 FAMILY-OWNED COMMUNITIES  
 303 E Upper Wacker Dr. #2400  
 Chicago, IL 60601  
 P: 312.673.4333

**m&r DEVELOPMENT**  
 555 Pierce Rd # 180  
 Itasca, IL 60143  
 P: 630.397.7171



627 Grove Street, Evanston, Illinois 60201  
 Tel 847.869.2015 Fax 847.869.2059



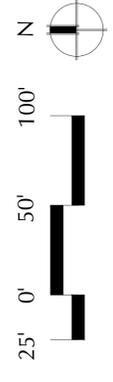
MIXED USE DEVELOPMENT (4-6 LEVELS)  
 -POTENTIAL USES INCLUDE:  
 • HOTEL WITH RESTAURANT  
 • SENIOR RESIDENTIAL  
 • MULTI FAMILY RESIDENTIAL  
 • RETAIL  
 • CHILDREN'S MUSEUM  
 • GENERAL OFFICE OR MUSEUM  
 • ADMINISTRATION OFFICE

WEST GATEWAY PLAZA

DEVELOPMENT SUPPORT PARKING  
 • 432 PARKING SPACES TOTAL

PARK AREA

**5th AVENUE REDEVELOPMENT**  
 WASHINGTON AND 5th AVENUE NEIGHBORHOOD TRANSIT ORIENTED DEVELOPMENT  
 ENLARGEMENT A - PARCELS 1,2,3  
 Naperville, Illinois

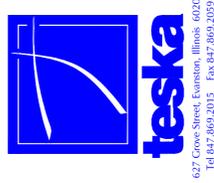


MAY 16, 2017

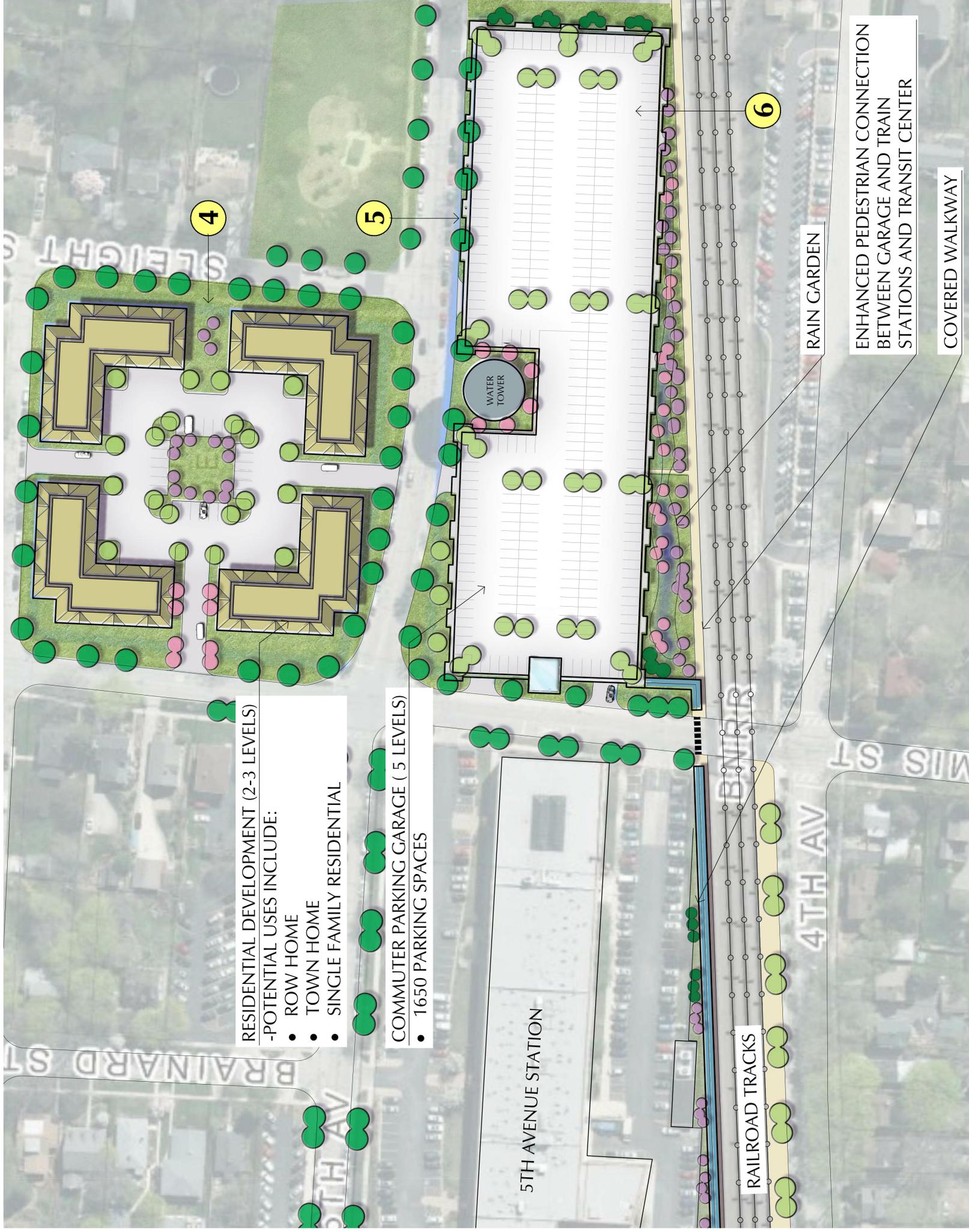
**HAMILTON PARTNERS**  
 300 Park Blvd, Suite 201  
 Naperville, IL 60563  
 P: 630.250.9700

**SENIOR LIFESTYLE**  
 FAMILY-OWNED COMMUNITIES  
 300 S. WILSON AVENUE, 4TH FLOOR  
 CHICAGO, IL 60601  
 P: 312.673.4333

**m&r**  
 DEVELOPMENT  
 555 Pierce Rd # 180  
 Naperville, IL 60563  
 P: 630.250.9700



627 Grove Street, Evanston, Illinois 60201  
 Tel 847.869.2015 Fax 847.869.2059



RESIDENTIAL DEVELOPMENT (2-3 LEVELS)  
 -POTENTIAL USES INCLUDE:  
 • ROW HOME  
 • TOWN HOME  
 • SINGLE FAMILY RESIDENTIAL

COMMUTER PARKING GARAGE ( 5 LEVELS)  
 • 1650 PARKING SPACES

RAIN GARDEN

ENHANCED PEDESTRIAN CONNECTION  
 BETWEEN GARAGE AND TRAIN  
 STATIONS AND TRANSIT CENTER

COVERED WALKWAY



**5th AVENUE REDEVELOPMENT**  
 WASHINGTON AND 5th AVENUE NEIGHBORHOOD TRANSIT ORIENTED DEVELOPMENT  
 ENLARGEMENT B - PARCELS 4,5,6

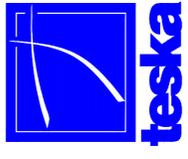
Naperville, Illinois

MAY 16, 2017

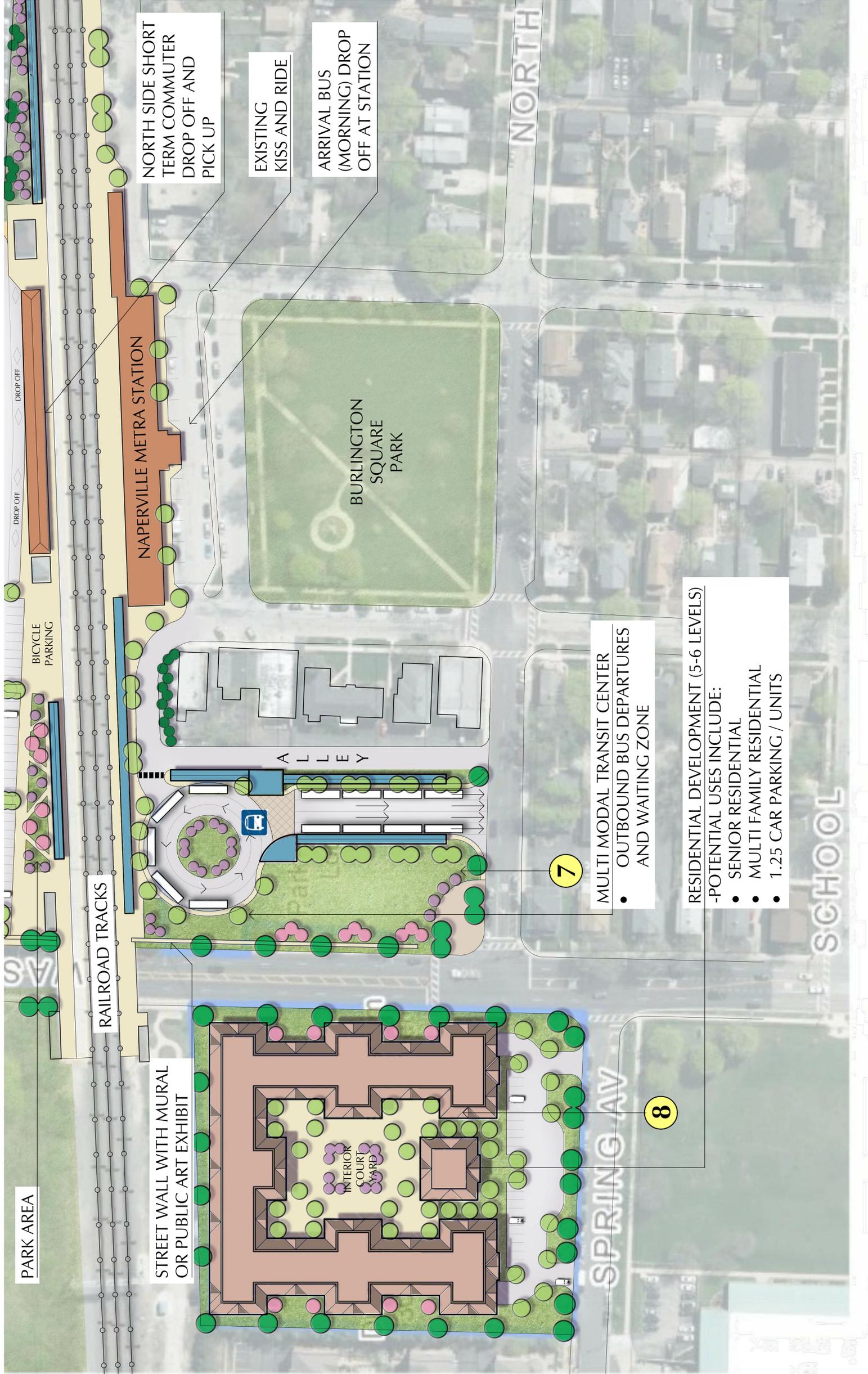
**HAMILTON PARTNERS**  
 300 Oak Street, Suite 201  
 Naperville, IL 60563  
 P: 630.250.9700

**SENIOR LIFESTYLE**  
 FAMILY-OWNED COMMUNITIES  
 303 E. Upper Wacker Dr. #2400  
 Chicago, IL 60601  
 P: 312.673.4333

**m&r**  
 DEVELOPMENT  
 555 Pierce Rd # 180  
 Naperville, IL 60563  
 P: 630.357.7171



627 Grove Street, Evanston, Illinois 60201  
 Tel: 847.869.2015 Fax: 847.869.2059



PARK AREA

RAILROAD TRACKS

STREET WALL WITH MURAL OR PUBLIC ART EXHIBIT

BURLINGTON SQUARE PARK

NORTH

SPRING AV

SCHOOL

NORTH SIDE SHORT TERM COMMUTER DROP OFF AND PICK UP

EXISTING KISS AND RIDE

ARRIVAL BUS (MORNING) DROP OFF AT STATION

7

MULTI MODAL TRANSIT CENTER  
 • OUTBOUND BUS DEPARTURES AND WAITING ZONE

RESIDENTIAL DEVELOPMENT (5-6 LEVELS)  
 -POTENTIAL USES INCLUDE:  
 • SENIOR RESIDENTIAL  
 • MULTI FAMILY RESIDENTIAL  
 • 1.25 CAR PARKING / UNITS

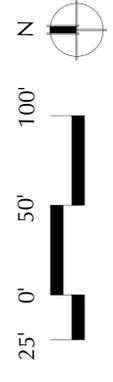
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# 5th AVENUE REDEVELOPMENT

## WASHINGTON AND 5th AVENUE NEIGHBORHOOD TRANSIT ORIENTED DEVELOPMENT

### ENLARGEMENT C - PARCELS 7, 8

Naperville, Illinois

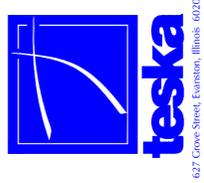


MAY 16, 2017

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 300 Park Blvd., Suite 201  
 Naperville, IL 60563  
 P: 630.250.9700

**SENIOR LIFESTYLE**  
 FAMILY-OWNED COMMUNITIES  
 300 S. WILSON AVENUE, SUITE 200  
 CHICAGO, IL 60601  
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### 3.1 Achievement of Outcomes

If chosen, Hamilton Partners, M&R Development and Senior Lifestyle would bring decades of successful development experience to the 5<sup>th</sup> Avenue Redevelopment. Our team brings extensive expertise to all phases of the development process as our bios and corporate profiles illustrate. The members of our team have demonstrated consistent financial stability and have a long history of working with municipalities to achieve mutually beneficial outcomes.

Our successful development plan will increase the total commuter parking system, will add a multi-modal commuter access point along with amenities that will aid in commuter access to the train station. By moving all parking to the north and creating the Transit Center to the south, our plan will reduce congestion and minimize conflicts between Pace Bus operations, pedestrians, bicycles, and kiss-and-ride activity, as well as minimize the bus staging on adjacent neighborhood streets. The redevelopment of 5<sup>th</sup> Avenue will add architecturally significant properties that generate tax revenue in place of underutilized land.

As the lead developer, Hamilton Partners will strive to ensure the project is developed in a controlled manner that will provide safe conditions for commuters and seek to minimize the disruption to traffic and the surrounding neighborhoods. Our years of construction experience have made us experts in managing these common community concerns regarding new developments.

Our municipal references will corroborate our history of successfully working with cities and villages. We believe it is critical at the onset to set realistic expectations. Our team will not overpromise to gain control of a property with the anticipation of renegotiating once an opportunity is awarded. We trust the municipalities we have worked with will confirm our team approach always includes the town as an important member.

Our decades of experience in all phases and facets of real estate development, along with our trusted network of architects, engineers, attorneys, consultants, equity partners and property managers, would insure the 5<sup>th</sup> Avenue Redevelopment would be negotiated, designed and built in a reasonable timeframe so as to minimize disruption to the community and bring a quality development that would be worthy of one of the best suburban downtowns in the country.

It is also important to note that Hamilton Partners, M&R Development and Senior Lifestyle all build with the same philosophy; we will be long-term owners of our properties. While some companies may build with an eye towards selling, our team believes in developing quality properties without cutting corners so problems do not occur during the long-term ownership of the real estate. With two of the key members of the development team being long term residents of the Naperville community, they are personally committed to building a development the city can be proud of for years to come.

All that being said, it is difficult to capture in writing the commitment our team has toward good design, quality construction and impeccable management. We encourage the Selection Committee members to tour our properties and talk to our tenants. We believe our developments are the best illustration of our ability to achieve the outcome that the City of Naperville is looking for on 5<sup>th</sup> Avenue. Thank you for your time and consideration.