

VILLAGE OF LOMBARD
REQUEST FOR BOARD OF TRUSTEES ACTION
For Inclusion on Board Agenda

 X Resolution or Ordinance (Blue) X *Waiver of First Requested*
 X Recommendations of Boards, Commissions & Committees (Green)
 Other Business (Pink)

TO: PRESIDENT AND BOARD OF TRUSTEES
FROM: William T. Lichter, Village Manager
DATE: May 26, 2005 (BOT) Date: June 2, 2005
TITLE: PC 05-08: 330 and 350 E. North Avenue
SUBMITTED BY: Department of Community Development *DAL*

BACKGROUND/POLICY IMPLICATIONS:

Your Plan Commission transmits for your consideration its recommendation requesting that the Village take the following actions on the subject properties as follows:

For the property located at 330 East North Avenue and located within the B4 Corridor Commercial District (This portion of the petition was tabled from the May 5, 2005 meeting):

1. Approve a major plat of subdivision. *(no Village Board action required at this time, item to be considered on approval of final engineering at a later date).*
2. Approve a variation from Sections 155.706 (C) and 155.709 (B) of the Zoning Ordinance reducing the required perimeter parking lot landscaping from five feet (5') to zero feet (0') to provide for shared cross-access and parking;
3. Approve a conditional use for a drive-through facility;
4. Approve a conditional use for an outdoor seating area; and
5. Resolution approving a development agreement for the subject property.

For the property located at 350 East North Avenue and located within the B4 Corridor Commercial District, Planned Development, approve the following actions (This part of the petition was heard at the May 16, 2005 Plan Commission meeting):

1. Amendments to Ordinance 5531 approving a planned development on the subject property; and
2. Variations from Sections 153.505 (B)(9) and Sections 153.225 (A), (B) and (F) of the Lombard Sign Ordinance to allow for an off-premise sign on the subject property.

Staff is requesting waiver of first reading.

The Plan Commission recommended approval of the petition subject to conditions.

(DISTRICT #4)

Fiscal Impact/Funding Source:

Review (as necessary):

Village Attorney X _____	Date _____
Finance Director X _____	Date _____
Village Manager X <u>W. H. T. Licht</u>	Date <u>5/27/05</u>

NOTE: All materials must be submitted to and approved by the Village Manager's Office by 12:00 noon, Wednesday, prior to the Agenda Distribution.

VILLAGE OF LOMBARD
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TO: PRESIDENT AND BOARD OF TRUSTEES

FROM: William T. Lichter, Village Manager

DATE: May 26, 2005 (BOT) Date: June 2, 2005

TITLE: PC 05-08: 330 and 350 E. North Avenue

SUBMITTED BY: Department of Community Development *DAH*

BACKGROUND/POLICY IMPLICATIONS:

Your Plan Commission transmits for your consideration its recommendation requesting that the Village take the following actions on the subject properties as follows:

For the property located at 330 East North Avenue and located within the B4 Corridor Commercial District (This portion of the petition was tabled from the May 5, 2005 meeting):

1. Approve a major plat of subdivision. *(to be considered on approval of final engineering).*
2. Approve a variation from Sections 155.706 (C) and 155.709 (B) of the Zoning Ordinance reducing the required perimeter parking lot landscaping from five feet (5') to zero feet (0') to provide for shared cross-access and parking;
3. Approve a conditional use for a drive-through facility;
4. Approve a conditional use for an outdoor seating area; and
5. Resolution approving a development agreement for the subject property.

For the property located at 350 East North Avenue and located within the B4 Corridor Commercial District, Planned Development, approve the following actions (This part of the petition was heard at the May 16, 2005 Plan Commission meeting):

1. Amendments to Ordinance 5531 approving a planned development on the subject property; and
2. Variations from Sections 153.505 (B)(9) and Sections 153.225 (A), (B) and (F) of the Lombard Sign Ordinance to allow for an off-premise sign on the subject property.

Staff is requesting waiver of first reading.

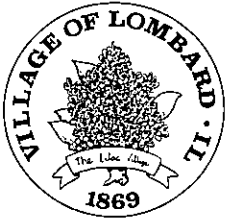
The Plan Commission recommended approval of the petition subject to conditions.
(DISTRICT #4)

Fiscal Impact/Funding Source:

Review (as necessary):

Village Attorney X	_____	Date	_____
Finance Director X	_____	Date	_____
Village Manager X	<u>W. T. Lichten</u>	Date	<u>5/27/05</u>

NOTE: All materials must be submitted to and approved by the Village Manager's Office by 12:00 noon, Wednesday, prior to the Agenda Distribution.



MEMORANDUM

TO: William T. Lichter, Village Manager

FROM: David A. Hulseberg, AICP, Director of Community Development *DGH*

DATE: June 2, 2005

SUBJECT: **PC 05-08: 330 & 350 E. North Avenue (Overlook on North Shopping Center)**

At the May 5, 2005 Village Board meeting, the Board tabled all actions associated with PC 05-08 to the June 2, 2005 meeting. This action was taken to allow the petitioner time to review and modify the north wall of the proposed retail building to ensure that it met the conditions of approval as set for the by the Plan Commission. With this task complete and with the recommendation from the Plan Commission relative to the proposed off-premise signage on the adjacent to the 350 E. North Avenue property, staff now brings forward the following items for consideration as part of the June 2, 2005 Village Board meeting:

1. The Plan Commission referral letter for the off-premise signage on the 350 E. North Av. property;
2. IDRC addendum report for the off-premise signage associated with PC 05-08;
3. An Ordinance granting approval of conditional uses for a drive-through window and for outdoor dining with variations to landscape yards, subject to conditions. (This ordinance was amended from the previous Ordinance provided to the Board members in their May 5, 2005 packet to reflect the revised building elevation date.)
4. An Ordinance granting an amendment to Ordinance 5513 approving a variation for an off-premise sign, subject to conditions.
5. A Resolution approving a companion development agreement for the subject property.
6. Plans associated with the petition.

Also associated with this petition will be a companion subdivision plat. Per the provisions of the Subdivision and Development Ordinance, the final plat will be brought forward for Village Board signature upon approval of the final engineering for the site.

The petitioner is requesting a waiver of first reading of the Ordinance.



VILLAGE OF LOMBARD

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Lombard, IL 60148-3926
(630) 620-5700 FAX: (630) 620-8222
TDD: (630) 620-5812
www.villageoflombard.org

Village President
William J. Mueller

June 2, 2005

Village Clerk
Brigitte O'Brien

Mr. William J. Mueller,
Village President, and
Board of Trustees
Village of Lombard

Trustees
Greg Alan Gron, Dist. 1
Richard J. Tross, Dist. 2
John "Jack" T. O'Brien, Dist. 3
Steven D. Sebby, Dist. 4
Kenneth M. Florey, Dist. 5
Rick Soderstrom, Dist. 6

Subject: PC 05-08; 350 E. North Avenue

Dear President and Trustees:

Village Manager
William T. Lichter

Your Plan Commission transmits for your consideration its recommendation regarding the above-referenced petition. The petitioner, GB Illinois #1, LLC, requests that the Village takes the following actions on the subject property located within the B4 Corridor Commercial District.

For the property located at 350 East North Avenue and located within the B4 Corridor Commercial District, Planned Development, approve the following actions:

1. Amendments to Ordinance 5531 approving a planned development on the subject property; and
2. Variations from Sections 153.505 (B)(9) and Sections 153.225 (A), (B) and (F) of the Lombard Sign Ordinance to allow for an off-premise sign to allow for an off-premise sign on the subject property.

"Our shared *Vision* for Lombard is a community of excellence exemplified by its government working together with residents and business to create a distinctive sense of spirit and an outstanding quality of life."

"The *Mission* of the Village of Lombard is to provide superior and responsive governmental services to the people of Lombard."

After due notice and as required by law, the Plan Commission conducted a public hearing for this petition on May 16, 2005. Angela Smith of Site Enhancement Services presented the petition, representing the petitioner, Gershman Brown, for the off-premise sign petition. Ms. Smith noted one change on Exhibit E referenced in the staff report. She stated that the drawing depicts green lettering and they plan to have the lettering to match the color of the awnings that will be placed on the building. The sign would be located on Lot 2 of the CVS development, which has shared access with the 330 E. North Avenue development. In an effort to unify the center, the sign incorporates the top element and the colors of the CVS architecture. The future occupant of Lot 2 would use the top portion of the sign and the lower portion would provide visibility for 330 E. North Avenue tenants on Grace Street. The panels would be designated for three tenants and would not exceed the twenty-nine square feet shown. The sign is not a typical off-premise sign such as a billboard.

Re: PC 05-08

May 5, 2005

Page 2

Chairperson Ryan then opened the meeting for public comment. No one spoke for or against the petition. He then requested the staff report.

Angela Clark, Planner II, presented the staff report. Ms. Clark stated that the signage was continued from the previous meeting since the petitioner was submitting revised drawings. She stated that the petitioner worked with the property owner of Lot 2 to design a sign that would accommodate both properties. She stated that the sign is twenty feet in height and approximately seventy-eight square feet in area with the included tenant panels. She stated that the freestanding sign is permitted right and only the tenant panels were considered off premise signage. Ms. Clark stated that the intention was to provide a uniform look between the two developments. She stated that staff believes that the proposed signage would provide the desired look and recommended approval of the petition subject to the conditions written in the staff report.

Chairperson Ryan then opened the meeting for discussion among the Plan Commission members.

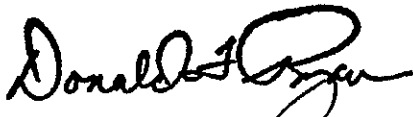
Commissioner Sweetser referenced the last line of the staff report. She asked what was the size of the sign as originally proposed. Ms. Clark stated that she believed the sign was approximately one hundred and fifty (150) square feet.

After due consideration of the petition and the testimony presented, the Plan Commission found that the proposed variations comply with the standards of the Sign Ordinance. Therefore, the Plan Commission, by a roll call vote of 5 to 0, recommended to the Corporate Authorities, **approval** of the relief associated with 350 E. North Avenue (PC 05-08), subject to the following conditions:

1. That the petitioner shall construct the sign in accordance with the drawings prepared by Site Enhancement Design Services, dated April 14, 2005 as shown on the Overall Site Development Exhibit, dated February 28, 2005, prepared by Arc Design Resources Inc. and submitted as part of this request.
2. The off-premise sign panels are limited to tenants/owners located at either 330 or 350 E. North Avenue and shall not exceed 29 square feet in sign surface area.

Respectfully,

VILLAGE OF LOMBARD



Donald Ryan, Chairperson
Lombard Plan Commission

c. Petitioner

Lombard Plan Commission

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ORDINANCE NO. _____

**AN ORDINANCE GRANTING A
CONDITIONAL USE FOR A DRIVE THROUGH FACILITY;
AND A CONDITIONAL USE FOR OUTDOOR EATING AREAS
AND A VARIATION FOR PERIMETER PARKING LOT LANDSCAPING,
ALL LOCATED IN THE B4 CORRIDOR COMMERCIAL DISTRICT**

(PC 05-08: 330 E. North Avenue)

(See also Ordinance(s) _____)

WHEREAS, the President and Board of Trustees of the Village of Lombard have heretofore adopted the Lombard Zoning Ordinance, otherwise known as Title 15, Chapter 155 of the Code of Lombard, Illinois; and,

WHEREAS, said application requests a variation from Sections 155.706 (C) and 155.709 (B) of the Zoning Ordinance to reduce the required perimeter parking lot landscaping from five feet (5') to zero feet (0') to provide for shared cross-access parking on the Subject Property in a B4 Corridor Commercial District; and,

WHEREAS, said application also requests conditional use approval on the Subject Property pursuant to Section 155.415 (C)(10) of the Zoning Ordinance for a conditional use to allow for a drive-through facility in a B4 Corridor Commercial District; and,

WHEREAS, said application also requests conditional use approval on the Subject Property pursuant to Section 155.415 (C)(20) to allow for two (2) outside service areas in a B4 Corridor Commercial District; and,

WHEREAS, said application also requests approval of a major plat of subdivision in a B4 Corridor Commercial District; and,

WHEREAS, said application requests approval of a development agreement on the property described in Section 1 below; and,

Ordinance No. _____
Re: PC 05-08
Page 2

WHEREAS, said application requests approval of a aforementioned actions on the property described in Section 1 below; and,

WHEREAS, a public hearing on such application has been conducted by the Village of Lombard Plan Commission on April 18, 2005 pursuant to appropriate and legal notice; and,

WHEREAS, the Plan Commission has filed its recommendation with the President and Board of Trustees recommending approval in part of the conditional uses and variations described herein, subject to conditions; and,

WHEREAS, the President and Board of Trustees approve and adopt the findings and recommendations of the Plan Commission and incorporate such findings and recommendations herein by reference as if they were fully set forth herein;

NOW, THEREFORE, BE IT ORDAINED BY THE PRESIDENT AND BOARD OF TRUSTEES OF THE VILLAGE OF LOMBARD, DU PAGE COUNTY, ILLINOIS, as follows:

SECTION 1: That this ordinance is limited and restricted to the property generally located at 330 E. North Avenue, Lombard, Illinois, and is legally described as:

THE EAST 292.58 FEET OF THE WEST 877.74 FEET, BOTH AS MEASURED ON THE NORTH AND SOUTH LINES THEREOF, OF THE SOUTH 595.92 FEET, AS MEASURED ON THE EAST AND WEST LINES THEREOF, OF THE SOUTHEAST ¼ OF THE SOUTHWEST ¼ OF SECTION 32, TOWNSHIP 40 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN,

(EXCEPTING THEREFROM THAT PART TAKEN FOR HIGHWAY, TO WIT:

BEGINNING AT THE SOUTHWEST CORNER OF THE EAST 292.58 FEET OF THE WEST 877.74 FEET (AS MEASURED ON THE NORTH AND SOUTH LINES THEREOF) OF THE SOUTH 595.52 FEET AS MEASURED ON THE EAST AND WEST LINES THEREOF, OF THE SOUTHEAST ¼ OF THE SOUTHWEST ¼ OF SECTION 32; THENCE ON AN ASSUMED BEARING OF NORTH 2 DEGREES 13 MINUTES 23 SECONDS WEST ALONG THE WEST LINE OF SAID EAST 292.58 FEET, 116.43 FEET; THENCE NORTH 88 DEGREES 14 MINUTES 32 SECONDS EAST, 292.58 FEET TO THE EAST LINE OF SAID EAST 292.58 FEET, ALSO BEING THE GRANTOR'S EAST PROPERTY LINE, 116.42 FEET TO THE SOUTH LINE OF

Ordinance No. _____

Re: PC 05-08

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SECTION 32; THENCE SOUTH 88 DEGREES 14 MINUTES 24 SECONDS WEST ALONG THE SOUTH LINE OF SECTION 32, 292.58 FEET TO THE POINT OF BEGINNING, IN DUPAGE COUNTY, ILLINOIS.

ALSO KNOWN AS:

PART OF THE EAST 292.58 FEET OF THE WEST 877.74 FEET, BOTH AS MEASURED ON THE NORTH AND SOUTH LINES THEREOF, OF THE SOUTH 595.52 FEET, AS MEASURED ON THE EAST AND WEST LINES THEREOF, OF THE SOUTHEAST ¼ OF THE SOUTHWEST ¼ OF SECTION 32, TOWNSHIP 40 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN, BOUNDED AND DESCRIBED AS FOLLOWS, TO- WIT: COMMENCING AT THE INTERSECTION OF THE SOUTH LINE OF SAID SECTION 32 WITH EAST LINE OF THE WEST 877.74 FEET OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 32, A DISTANCE OF 116.42 FEET TO THE NORTH RIGHT-OF-WAY LINE OF NORTH AVENUE (IL. ROUTE 64), SAID POINT ALSO BEING THE POINT OF BEGINNING OF THIS DESCRIPTION; THENCE SOUTH 89°55'14" WEST ALONG THE NORTH RIGHT-OF-WAY LINE OF THE NORTH AVENUE (IL. ROUTE 64), A DISTANCE OF 292.58 FEET; THENCE NORTH 00°31'43" WEST, A DISTANCE OF 479.13 FEET; THENCE NORTH 89°54'50" EAST, A DISTANCE OF 292.58 FEET; THENCE SOUTH 00°31'43" EAST, A DISTANCE OF 479.16 FEET TO THE POINT OF BEGINNING, CONTAINING 3.218 ACRES, MORE OR LESS, ALL BEING SITUATED IN THE COUNTY OF DUPAGE AND THE STATE OF ILLINOIS.

Parcel No. 03-32-301-037

Hereinafter the "Subject Property"

SECTION 2: That conditional uses for two outdoor seating areas and a drive through facility are hereby granted for the Subject Property, subject to compliance with the conditions set forth in Section 6 below.

SECTION 3: That a variation is hereby granted from Section 155.706 (C) and 155.709 (B) of the Zoning Ordinance reducing the required perimeter parking lot landscape from five feet (5') to zero feet (0') to provide for shared cross-access and parking.

SECTION 4: That a major plat of subdivision is approved for the Subject Property, subject to compliance with the conditions enumerated in Section 6.

SECTION 5: That a development agreement is approved for the Subject Property, subject to compliance with the conditions enumerated in Section 6.

SECTION 6: This ordinance shall be granted subject to compliance with the following conditions:

1. That the petitioner shall develop the site in accordance with the site plan submittal packet prepared by Arc Design Resources, Ives/Ryan Group and Stuart Nosky Associates, dated March 30, 2005 and submitted as part of this request.
2. That the petitioner's building improvements shall be designed and constructed consistent with Village Code and shall also address the comments included within the IDRC report presented to the Plan Commission except as follows:
 - a.) Under the "Planning Comments", in the second paragraph under the section entitled "Compliance with the Subdivision and Development Ordinance", there shall be no street lighting required of this petitioner as same has already been installed by IDOT.
3. That as part of the public improvements, the petitioner shall provide full public improvements as required by Sections 154.304 and 154.306 of the Lombard Subdivision and Development Ordinance. The final design and location of all public improvements shall be reviewed and approved by the Village and/or the Illinois Department of Transportation.
4. The petitioner shall also provide two cross-access easement points for the property to the west of the subject property. The final location of the cross-access easement shall be subject to the Director of Community Development.
5. That the trash enclosure screening as required by Section 155.710 of the Zoning Ordinance shall be constructed of a material consistent with the principal building.

6. That the petitioner shall construct the building elevation in accordance with the elevations prepared by Stewart Nosky Architects, Ltd, dated May 13, 2005, and submitted as part of this request.
7. Associated with the development of the center, the developer shall remove the existing off-premise sign existing on the 330 E. North Avenue property.
8. That the petitioner shall modify their plans to include the following traffic/parking improvements:
 - a. That the northern ten parking spaces located on the west side of the property be signed for employee use only.
 - b. The "Right turn only" signs be placed at the southern end of the drive-through lane for northbound traffic.
 - c. That the curb at the southwest corner of the building be tapered outward from the drive-through window to a maximum of twelve feet to prevent northbound traffic movements into the drive-through area.

SECTION 4: This ordinance shall be in full force and effect from and after its passage, approval, and publication in pamphlet form as provided by law.

Passed on first reading this _____ day of _____, 2005.

First reading waived by action of the Board of Trustees this _____ day of _____, 2005.

Passed on second reading this _____ day of _____, 2005.

Ayes: _____

Nayes: _____

Absent: _____

Approved this _____, day of _____, 2005.

Ordinance No. _____
Re: PC 05-08
Page 6

William J. Mueller, Village President

ATTEST:

Brigitte O'Brien, Village Clerk

ORDINANCE NO. _____

**AN ORDINANCE GRANTING AN AMENDMENT TO ORDINANCE 5513
APPROVING A CONDITIONAL USE FOR A PLANNED DEVELOPMENT WITH
DEVIATIONS AND GRANTING A VARIATION FOR AN OFF-PREMISE SIGN**

(PC 05-08: 350 E. North Avenue)

WHEREAS, the President and Board of Trustees of the Village of Lombard have heretofore adopted the Lombard Zoning Ordinance, otherwise known as Title 15, Chapter 155 of the Code of Lombard, Illinois; and,

WHEREAS, the subject property is zoned B4PD Community Commercial District Planned Development; and,

WHEREAS, an application has been filed requesting approval of an amendment to Ordinance 5513 which granted conditional use approval for a planned development with deviations for wall signage, perimeter parking lot landscaping, and an electronic message board and a conditional use for a drive through facility in order to accommodate the placement of an off-premise sign on the property described in Section 2 below; and,

WHEREAS, a public hearing on such application has been conducted by the Village of Lombard Plan Commission on May 16, 2005 pursuant to appropriate and legal notice; and,

WHEREAS, the Plan Commission has filed its recommendation with the President and Board of Trustees recommending approval of the variations described herein; and,

WHEREAS, the President and Board of Trustees approve and adopt the findings and recommendations of the Plan Commission and incorporate such findings and recommendations herein by reference as if they were fully set forth herein;

NOW, THEREFORE, BE IT ORDAINED BY THE PRESIDENT AND BOARD OF TRUSTEES OF THE VILLAGE OF LOMBARD, DU PAGE COUNTY, ILLINOIS, as follows:

SECTION 1: That an amendment to Ordinance 5513 is hereby granted for the property described in Section 2 below granting approval of variations from Sections 153.505 (B)(9) and Sections 153.225 (A), (B) and (F) of the Lombard Sign Ordinance to allow for an off-premise sign to allow for an off-premise sign on the subject property, subject to the conditions set forth in Section 3 below.

SECTION 2: That this ordinance is limited and restricted to the property generally located at 350 E. North Avenue, Lombard, Illinois and legally described as follows:

THE SOUTH 750.0 FEET, AS MEASURED ON THE WEST LINE AND PARALLEL WITH THE SOUTH LINE THEREOF, (EXCEPT THE WEST 877.74 FEET AS MEASURED ON THE NORTH AND SOUTH LINES THEROF AND EXCEPT THAT PART LYING SOUTH OF THE NORTH LINE OF LAND TAKEN BY CONDEMNATION CASE 02ED-13) OF THAT PART OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 32, TOWNSHIP 40 NORTH, RAGNE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN, LYING WEST OF THE CENTER LINE OF LOMBARD ROAD (WEST LINE OF THE NORTH AVENUE MANOR, A SUBDIVISION IN SAID SECTION 32) IN DUPAGE COUNTY, ILLINOIS.

Parcel No. 03-32-301-009

SECTION 3: This ordinance shall be granted subject to compliance with the following conditions:

1. That the petitioner shall construct the sign in accordance with the drawings prepared by Site Enhancement Design Services, dated April 14, 2005 as shown on the Overall Site Development Exhibit, dated February 28, 2005, prepared by Arc Design Resources Inc. and submitted as part of this request.
2. The off-premise sign panels are limited to tenants/owners located at either 330 or 350 E. North Avenue and shall not exceed 29 square feet in sign surface area.

Ordinance No. _____
Re: PC 05-08
Page 3

SECTION 4: This ordinance shall be in full force and effect from and after its passage, approval, and publication in pamphlet form as provided by law.

Passed on first reading this ____ day of _____, 2005.

First reading waived by action of the Board of Trustees this ____ day of _____, 2005.

Passed on second reading this ____ day of _____, 2005.

Ayes: _____

Nayes: _____

Absent: _____

Approved this _____, day of _____, 2005.

William J. Mueller, Village President

ATTEST:

Brigitte O'Brien, Village Clerk

RESOLUTION
R _____ 06

**A RESOLUTION AUTHORIZING SIGNATURE OF
PRESIDENT AND CLERK ON A DEVELOPMENT AGREEMENT**

WHEREAS, the Corporate Authorities of the Village of Lombard have received a Development Agreement, as attached hereto and marked Exhibit "A": and,

WHEREAS, the Corporate Authorities deem it to be in the best interest of the Village of Lombard to authorize the development agreement.

NOW, THEREFORE, BE IT RESOLVED BY THE PRESIDENT AND BOARD OF TRUSTEES OF THE VILLAGE OF LOMBARD, DU PAGE COUNTY, ILLINOIS, as follows:

SECTION 1: That the Village President be and hereby is authorized to sign on behalf of the Village of Lombard said document as attached hereto.

SECTION 2: That the Village Clerk be and hereby is authorized to attest said Agreement as attached hereto.

Adopted this ____ day of _____, 2005.

Ayes: _____

Nays: _____

Absent: _____

Approved this _____ day of _____, 2005.

William J. Mueller, Village President

ATTEST:

Brigitte O'Brien, Village Clerk

DEVELOPMENT AGREEMENT

AN AGREEMENT RELATING TO THE APPROVAL OF A MAJOR PLAT OF SUBDIVISION (OR MAJOR DEVELOPMENT), THE MAKING OF REQUIRED PUBLIC IMPROVEMENTS, AND PROVIDING FUNDS, THEREFORE, FOR THE OVERLOOK ON NORTH SUBDIVISION LOMBARD, IL

This Agreement, made and entered into this 5th day of May by and between G.B. Grace Property, LLC, an Indiana limited liability company which will be authorized to do business in Illinois (hereinafter referred to as the "Developer"), and the VILLAGE OF LOMBARD, a municipal corporation, located in DuPage County, Illinois, (hereinafter referred to as the "Village").

WITNESSETH:

Whereas, the Developer is developing the real estate situated within the corporate limits of the Village, legally described in Exhibit 1 attached hereto and made a part hereof (the "Subject Property") and platted as a subdivision known as The Overlook on North (the "Subdivision") as shown by prints of the final plans thereof placed on file in the office of the Village Clerk of the Village; and

Whereas, the Developer has prepared final Plats as referenced in this document which have been approved by the Plan Commission and the Corporate Authorities of the Village and which, upon receipt by the Village of an Irrevocable Letter of Credit for an amount specified as security for public improvements, and for such other purpose or purposes herein mentioned, if any, and upon execution of this Development Agreement shall be recorded; and

Whereas, plans and specifications for the making of the required public improvements within the boundaries of the aforesaid Subdivision, as prepared by ARC Design Resources, Inc., and landscape plans, as prepared by Ives / Ryan Group, Inc. dated February 11, 2005 with revised stamp dates of March 15, 2005, have been approved by the Corporate Authorities of the Village, and plans for sidewalks and parkway trees will be submitted for the approval of the Corporate Authorities of the Village; copies of all of said plans (collectively the "Subdivision Plans") have been/will be filed in the office of the Village Clerk of the said Village, which copies by reference thereto are hereby incorporated as a part hereof; and

Whereas, the Developer has entered into contracts or will enter into contracts for the work and public improvements required to be made within said Subdivision pursuant to Lombard Village Code; and

Whereas, the Developer has also submitted to the Corporate Authorities of the Village certain plans for the development of Lot 1 of the Subdivision, which plans are more particularly enumerated as follows and have been submitted to the Plan Commission of Village:

- (a) Plat of Subdivision prepared by Arc Design Resources, Inc. under its project number 05001 and submitted to the Village along with the Developer's original application on March 14, 2005;
- (b) Layout Plan prepared by Arc Design Resources, Inc. under its project number 05001 and submitted to the Village along with the Developer's original application on March 14, 2005 with a revised date stamp of February 14, 2005;
- (c) Grading and Drainage Plan prepared by Arc Design Resources, Inc. under its project number 05001 and submitted to the Village along with the Developer's prior application on March 14, 2005 with a revised date stamp of March 30, 2005;
- (d) Detention Plan prepared by Arc Design Resources, Inc. under its project number 05001 and submitted to the Village along with the Developer's prior application on March 14, 2005 with a date stamp of March 30, 2005;
- (e) Utility Plan prepared by Arc Design Resources, Inc. under its project number 05001 and submitted to the Village along with the Developer's prior application on March 14, 2005 with a revised date stamp of March 30, 2005;
- (f) Erosion Control Plan prepared by Arc Design Resources, Inc. under its project number 05001 and submitted to the Village along with the Developer's prior application on March 14, 2005 with a revised date stamp of March 30, 2005;
- (g) Storm Water Pollution Prevention Plan prepared by Arc Design Resources, Inc. under its project number 05001 and submitted to the Village along with the Developer's prior application on March 14, 2005 with a revised date stamp of March 30, 2005;
- (h) Pond Planting List, Details and General Notes Plan prepared by Arc Design Resources, Inc. under its project number 05001 and submitted to the Village along with the Developer's prior application on March 14, 2005 with a date stamp of March 7, 2005;
- (i) Elevation for the proposed strip center building to be built on the Subject Property as prepared by Stewart Nosky Architects, Ltd., bearing date January 13, 2005 with a revised date stamp of May 13, 2005;
- (j) Landscape Plan, prepared by Stewart Nosky Architects, Ltd., with a date stamp of February 11, 2005; and
- (k) Signage Plan prepared by Site Enhancement Services and dated March 9, 2005, excluding signage for 350 E. North Avenue, as submitted to the Village along with Developer's application.

(The documents listed in this paragraph shall hereinafter be called the "Improvement Plans");

Now, therefore, for and in consideration of the premises and the mutual covenants and agreements hereinafter set forth, the parties hereto agree as follows:

Section 1: Commencement of construction of the public improvements detailed in the Subdivision Plans and in the Improvement Plans may begin only after the Developer has delivered one or more Irrevocable Letters of Credit or payment bond in a form satisfactory to the Village and issued by a bank or financial institution (in the case of a letter of credit) or another reputable commercial surety approved by the Village in an amount equal to 115% of the Developer's Engineer's estimate of cost of construction as approved by the Village's engineer or 115% of actual construction cost for the following improvements ("Public Improvements") pertaining to the Subdivision as shown on the Subdivision Plans and the Improvement Plans:

- (a) the stormwater detention pond and related facilities to be constructed on Lot 1 of the Subdivision;
- (b) public sidewalks and parkway trees and sod along the adjacent side of the North Avenue right of way;
- (c) underground utilities (including water distribution system, sanitary sewer system, and storm sewers) with appurtenances; storm water control systems (including retention or detention ponds, drainage ways and related facilities); and all related grading improvements; and
- (d) parking lot pavement, curb and gutter, signage, pavement parking and lighting, per Section 154.407 (C) and (I) et. seq. of the Village Code.

Section 2: Conditioned upon the Developer's acquisition of the Subject Property, the Developer agrees to cause to be made in such Subdivision with due dispatch and diligence, the Public Improvements enumerated in Section 1 above. The Developer will, when required to bring about progress in the work with due dispatch, take aggressive steps to enforce each contract connected with the construction of said Public Improvements, to the end that said Public Improvements will be duly and satisfactorily completed within the time or times herein mentioned. The Developer agrees that all work in the construction of said Public Improvements shall be done in a good, substantial and workmanlike manner, that all manufactured materials used therein shall be new and of good quality, that same shall at all times be subject to inspection by the Village, shall all be satisfactory to the Village and shall be subject to its approval. The Developer will at its expense furnish all necessary engineering services for said Public Improvements.

Section 3: The Public Improvements subject to the Letter of Credit or payment bond (as the case may be) shall be completed within twenty-four (24) months following the recording of the final plat of subdivision unless otherwise extended by amendment to this Agreement, consented to by the Corporate Authorities of the Village. All Letters of Credit or payment bond (as the case may be), assurances, guarantees, acceptances, and related matters shall comply with the Lombard Village Code. In the event that the Village shall complete the Public Improvements, the Developer shall grant, or cause the owner of the Subject Property to grant, a temporary easement to the Village to facilitate the

necessary construction activity. The construction of Public Improvements by the Developer and issuance of approvals by the Village for the Subdivision shall comply with the following schedule:

A. Sediment and Erosion Control

Sediment and Erosion control measures shall be implemented as per Chapter 154 of the Lombard Village Code prior to the issuance of building permits or authorization to proceed with mass grading or other improvements to the Subject Property. Said measures shall be maintained during the entire construction process and shall be inspected and repaired as necessary after each significant rainfall. Failure to do so may result in the issuance of a stop work order for any outstanding Public Improvements or building permits.

B. Tree preservation measures

All necessary tree preservation measures including tagging of trees to be preserved and fencing around the tree drip lines, shall be implemented prior to issuance of building permits, authorization to proceed with mass grading, or any other improvements to the Subject Property.

C. Authorization to proceed with Public Improvements

Upon approval of the final engineering plans, receipt of all required fees, approval of the Letter of Credit or payment bond (as the case may be), recording of this Agreement and the final plat of the Subdivision, and completion of items "A" and "B" above, authorization to begin construction of the Public Improvements will be given by the Village.

D. Construction of Storm Water Control System

The storm water detention pond and a storm water management system for that portion of the Subject Property upon which construction activities have begun is to be operational prior to any paving or building construction. An operational storm water detention pond and storm water management system means that the volume of the storm water detention pond is adequate for the flow being directed to it and the restrictor outlet is in place and that the system has been reviewed and approved by the Director of Community Development. Final grading and landscaping of the detention pond shall be completed in conjunction with final landscaping.

E. Issuance of Building Permits

1) Foundation-Only Permits

Foundation-only permits may be issued upon completion of adequate construction access to the corresponding building sites and the completion of underground utility

work across the street frontage of the subject building site. Adequate access shall mean a maintained gravel access road.

2) Building Permits

Building construction may commence only upon provision of adequate emergency access to the building site (gravel sub base) and an operational fire hydrant within 300 feet of the subject building site.

F. Acceptance of Public Improvements

- 1) Final record drawings (as built), including final grading and all utilities, shall be submitted for the review and approval of the Director of Community Development prior to acceptance of the Public Improvements.
- 2) Engineer's Certification. The Design Engineer is to certify that the detention pond was constructed in accordance with Chapter 151 of the Lombard Village Code, and that the Public Improvements were constructed substantially to plan.
- 3) All deficiencies described in the final punch list shall be satisfactorily completed and approved by the Directors of Public Works and Community Development
- 4) A maintenance guarantee in the form of a Letter of Credit or payment bond (as the case may be) shall be submitted and approved. Said guarantee and Letter of Credit or payment bond (as the case may be) shall comply with Chapter 154 of the Lombard Village Code.
- 5) The Public Improvements to be dedicated to the Village shall be accepted by the Corporate Authorities of the Village. Upon acceptance by the Corporate Authorities of the Village, the installation guarantee (Letter of Credit or payment bond (as the case may be) shall be returned to the Developer.
- 6) The maintenance guarantee Letter of Credit or payment bond (as the case may be), upon inspection and determination that no deficiencies exist, shall be returned at the time of its expiration.

Section 4: Construction Damage to Public Improvements:

Care shall be taken to avoid damage to existing public improvements, including utilities and curbs, during construction. Any existing public improvement damaged during construction shall be repaired to the satisfaction of the Village and in substantial compliance with this Agreement and all relevant Village codes and ordinances.

Section 5: Dedication of Public Improvements:

Upon approval and acceptances of the aforesaid Public Improvements by the Village, said Public Improvements shall become the property of the Village and subject to its control, and if deemed necessary or desirable by the Corporate Authorities of the Village, a formal dedication or conveyance to the Village shall be made by the Developer.

Section 6: Letter of Credit or Payment Bond:

It is expressly understood that this Agreement is conditional upon and subject to the delivery to the Village of the document provided for in Section 1 above from the financial institution or commercial surety company approved by the Village, and subject to the Corporate Authorities of the Village approving same and placing same on file.

Section 7: Notices:

All notices or demands to be given hereunder shall be in writing, and served by either personal service or the mailing of such notice or demand by Certified or Registered Mail. Said notices shall be provided as follows:

to the Owner / Developer at:
GB Grace Property, LLC
600 East 96th Street, Suite 150
Indianapolis, Indiana 46240
Attn: H. Spencer Knotts, Esq.

with copy to:

Peter C. Bazos, Esq.
Schnell, Bazos, Freeman, Kramer, Schuster & Vanek
1250 Larkin Avenue, Suite 100
Elgin, Illinois 60123

and to the Village at:
Village of Lombard
255 East Wilson Avenue
Lombard, IL 60148
Attn: Director of Community Development

or to such other place for any of them as it may in writing designate. Service of any such notice shall be deemed given on the date of personal service or three (3) days from the date of mailing.

Section 8: Site Access

Developer (and its contractors) shall keep all streets which provide access to the Subject Property reasonably clean from all mud, gravel and other debris, at all times during and after construction hours.

Section 9: Traffic

The Village shall permit access to the Subdivision as shown on the final plat. It is agreed and understood that the access points shall be as follows:

The access point on North Avenue shall be a “right in – right out” access (the “North Avenue Access”).

Section 10: The Village shall permit the Subject Property to be developed as shown in the Improvement Plans, and agrees to issue permits for the construction of the site and building improvements shown on said Improvement Plans without undue delay.

Section 11: Acceptance:

Public Improvements shall be accepted by the Corporate Authorities of the Village after certification by the Village Engineer and Director of Community Development that the Public Improvements are in compliance with previously approved plans, specifications, and relevant Village codes and ordinances. All required fees and procedures shall be provided prior to such acceptance. The Village shall not be liable for any damages that may occur to the Public Improvements prior to acceptance thereof by the Village. The Owner/Developer shall hold the Village free and harmless and indemnify the Village, and its agents, officers and employees from any and all claims, damages, judgments, costs and settlements including, but not limited to attorneys' fees that may arise from construction, use, repair, or maintenance of said Public Improvements before they are accepted by the Village.

Section 12: Binding Effect and Term and Covenants Running with the Land:

This Agreement has been executed on behalf of the Village pursuant to action adopted by the Corporate Authorities of said Village at a meeting of said Corporate Authorities duly held on June 2, 2005.

This Agreement has been executed by the Developer and shall be binding on the heirs and assigns of the Developer, but shall not be binding on a unit owner subsequent to the issuance of an occupancy permit for that unit.

This Agreement shall automatically expire upon the expiration of the maintenance guarantee Letter of Credit or payment bond (as the case may be) required at the time of acceptance of the Public Improvements as set forth in Section 3.F.4 above.


[signature page follows]

In witness whereof, the parties hereto have caused these presents to be duly executed on their behalf respectively and have caused their respective Corporate Seals to be affixed hereto, all as of the day and year first above written.

Owner and Developer;

GB Grace Property, LLC, an Indiana limited liability company

By: G. B. Investments III, LLC, an Indiana limited liability company,
its sole member

By:  _____
H. Spencer Knotts, Esq.

Village of Lombard:

By: _____ (Village President)

Attest: _____ (Village Clerk)

EXHIBIT 1

**DEVELOPMENT AGREEMENT DATED MAY 5, 2005 FOR
THE OVERLOOK ON NORTH SUBDIVISION, LOMBARD, ILLINOIS**

LEGAL DESCRIPTION

THE EAST 292.58 FEET OF THE WEST 877.74 FEET, BOTH AS MEASURED ON THE NORTH AND SOUTH LINES THEREOF, OF THE SOUTH 595.92 FEET, AS MEASURED ON THE EAST AND WEST LINES THEREOF, OF THE SOUTHEAST ¼ OF THE SOUTHWEST ¼ OF SECTION 32, TOWNSHIP 40 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN,

(EXCEPTING THEREFROM THAT PART TAKEN FOR HIGHWAY, TO WIT:

BEGINNING AT THE SOUTHWEST CORNER OF THE EAST 292.58 FEET OF THE WEST 877.74 FEET (AS MEASURED ON THE NORTH AND SOUTH LINES THEREOF) OF THE SOUTH 595.52 FEET AS MEASURED ON THE EAST AND WEST LINES THEREOF, OF THE SOUTHEAST ¼ OF THE SOUTHWEST ¼ OF SECTION 32; THENCE ON AN ASSUMED BEARING OF NORTH 2 DEGREES 13 MINUTES 23 SECONDS WEST ALONG THE WEST LINE OF SAID EAST 292.58 FEET, 116.43 FEET; THENCE NORTH 88 DEGREES 14 MINUTES 32 SECONDS EAST, 292.58 FEET TO THE EAST LINE OF SAID EAST 292.58 FEET, ALSO BEING THE GRANTOR'S EAST PROPERTY LINE, 116.42 FEET TO THE SOUTH LINE OF SECTION 32; THENCE SOUTH 88 DEGREES 14 MINUTES 24 SECONDS WEST ALONG THE SOUTH LINE OF SECTION 32, 292.58 FEET TO THE POINT OF BEGINNING, IN DUPAGE COUNTY, ILLINOIS.

ALSO KNOWN AS:

PART OF THE EAST 292.58 FEET OF THE WEST 877.74 FEET, BOTH AS MEASURED ON THE NORTH AND SOUTH LINES THEREOF, OF THE SOUTH 595.52 FEET, AS MEASURED ON THE EAST AND WEST LINES THEREOF, OF THE SOUTHEAST ¼ OF THE SOUTHWEST ¼ OF SECTION 32, TOWNSHIP 40 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN, BOUNDED AND DESCRIBED AS FOLLOWS, TO- WIT: COMMENCING AT THE INTERSECTION OF THE SOUTH LINE OF SAID SECTION 32 WITH EAST LINE OF THE WEST 877.74 FEET OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 32, A DISTANCE OF 116.42 FEET TO THE NORTH RIGHT-OF-WAY LINE OF NORTH AVENUE (IL. ROUTE 64), SAID POINT ALSO BEING THE POINT OF BEGINNING OF THIS DESCRIPTION; THENCE SOUTH 89°55'14" WEST ALONG THE NORTH RIGHT-OF-WAY LINE OF THE NORTH AVENUE (IL. ROUTE 64), A DISTANCE OF 292.58 FEET; THENCE NORTH 00°31'43" WEST, A DISTANCE OF 479.13 FEET; THENCE NORTH 89°54'50" EAST, A DISTANCE OF 292.58 FEET; THENCE SOUTH 00°31'43" EAST, A DISTANCE OF 479.16 FEET TO THE POINT OF BEGINNING, CONTAINING 3.218 ACRES, MORE OR LESS, ALL BEING SITUATED IN THE COUNTY OF DUPAGE AND THE STATE OF ILLINOIS.

PARCEL NUMBER: 03-32-301-037