



South Bend

Redevelopment Commission

227 West Jefferson Boulevard, Room 1308, South Bend, Indiana

Agenda

Special Meeting, November 21, 2016, 9:30 a.m.

1. Roll Call

2. Approval of Minutes

A. Thursday, November 10, 2016

3. Approval of Claims

A. Claims Submitted November 21, 2016

4. Old Business

5. New Business

A. River West Development Area

1. Resolution No. 3367: 333 Western Avenue Disposition Offering Price
2. Approval of Bid Specifications and Design Considerations: 333 Western Avenue
3. Request to Advertise: 333 Western Avenue
4. Resolution #3366 Blackthorn Owner's Association Board of Directors
5. Funding Request Cove Area Utility Reconfiguration

B. River East Development Area

1. Temporary License Agreement For Site Examination



6. Progress Reports

- A. Tax Abatement
- B. Common Council
- C. Other

7. Next Commission Meeting:

Thursday, December 15, 2016, 9:30 a.m.

8. Adjournment

NOTICE FOR HEARING AND SIGHT IMPAIRED PERSONS
Auxiliary Aid or Other Services are Available upon Request at No Charge.
Please Give Reasonable Advance Request when Possible.



South Bend

ITEM: 2A

Redevelopment Commission

227 West Jefferson Boulevard, Room 1308, South Bend, Indiana

SOUTH BEND REDEVELOPMENT COMMISSION REGULAR MEETING

November 10, 2016

9:30 a.m.

Presiding: Marcia Jones, President

227 West Jefferson Boulevard
South Bend, Indiana

The meeting was called to order at 9:33 a.m.

1. ROLL CALL

Members Present: Marcia Jones, President
Dave Varner, Vice President
Don Inks, Secretary
Greg Downes, Commissioner
Gavin Ferlic, Commissioner
John Anella, Commissioner

Members Absent:

Legal Counsel: Benjamin Dougherty, Esq.

Redevelopment Staff: David Relos, Associate
Mary Brazinsky, Recording Secretary

Others Present: Brian Pawlowski
Conrad Damian
Erin Blasko
Jo Broden
Rich Estes
Patrick Kerr
Jitin Kain
Eric Horvath

2. APPROVAL OF MINUTES

A. Approval of Minutes of the Regular Meeting of Thursday, October 27, 2016

Upon a motion by Commissioner Downes, seconded by Commissioner Ferlic, the motion carried unanimously, the Commission approved the minutes of the regular meeting of Thursday, October 27, 2016.

3. APPROVAL OF CLAIMS

A. Claims Submitted November 10, 2016

REDEVELOPMENT COMMISSION	Claims submitted	Explanation of Project
Redevelopment Commission Claims submitted November 10, 2016 for approval		
<u>324 RIVER WEST DEVELOPMENT AREA</u>		
Newmark Grubb Cressy & Everett	50,000.00	Consulting Services for Redvelop College Football Hall of Fame
Plews Shadley Racher & Braun	3,405.65	Environmental Devel Related / Union Station
GLC	97,845.30	Rent
Jones Petrie Rafinski	928.00	Marriott Hotel Site Development at HOF
Abonmarche Consultants	20,805.00	Western Ave & Olive St. Intersection Improvements
Troyer Group	16,466.14	Harrison
Reith Riley Construction Co., Inc.	313,704.88	One Way to Two Way St Conversion
Majority Builders	289,728.68	Marriott Hotel Site Development at HOF
<u>429 FUND RIVER EAST DEVELOPMENT TIF</u>		
Smithgroup JJR	29,460.00	Riverfront Parks and Trails Master Plan
Total	\$822,343.65	

Upon a motion by Commissioner Downes, seconded by Commissioner Ferlic, the motion carried unanimously, the Commission approved the Claims submitted November 10, 2016.

4. Old Business

5. New Business

A. River West Development Area

(1) Resolution No. 3364: Civic Theatre Firehouse

David Relos introduced Resolution No. 3364, which is for the old Firehouse on Portage Ave. The Civic Theatre has leased this building for many years, and has recently terminated their lease. The former Firehouse is owned by the Board of Public Works, who has approved a transfer to the Redevelopment Commission so the property can be redeveloped. Commission approval is requested.

Upon a motion by Commissioner Downes, seconded by Commissioner Ferlic the motion carried unanimously, the Commission approved Resolution No. 3364 submitted November 10, 2016.

(2) Resolution No. 3365: Wayne Street Garage Commercial Storefront Disposition Offering Price

David Relos presented Resolution No. 3365: Wayne Street Garage Commercial Storefront Disposition Offering Price.

Upon a motion by Secretary Inks, seconded by Commissioner Downes the motion carried unanimously, the Commission approved Resolution No. 3365 submitted November 10, 2016.

(3) Approval of Bid Specifications and Design Considerations: Wayne Street Garage Commercial Storefront

David Relos presented Approval of Bid Specifications and Design Considerations: Wayne Street Garage Commercial Storefront.

Upon a motion by Secretary Inks, seconded by Commissioner Downes the motion carried unanimously, the Commission approved Approval of Bid Specifications and Design Considerations: Wayne Street Garage Commercial Storefront submitted November 10, 2016.

(4) Request to Advertise: Wayne Street Garage Commercial Storefront

David Relos presented the request to Advertise: Wayne Street Garage Commercial Storefront.

Upon a motion by Secretary Inks, seconded by Commissioner Downes the motion carried unanimously, the Commission approved Request to Advertise: Wayne Street Garage Commercial Storefront submitted November 10, 2016.

(5) South Bend Dam Capital Improvement Project

Brian Pawlowski presented the South Bend Dam Capital Improvement Project. A capital study of the dam behind Century Center will lay out a list of major items related to the dam that are expected to require maintenance within the next fifty years. Once cost estimates are established, we will speak with the University of Notre Dame regarding cost sharing, as part of their hydro project near Seitz Park. We are looking in to both Federal and State funding for this project and have FERC permits in place. The University will be responsible for returning Seitz Park to its pre-existing condition after construction.

Patrick Kerr stated that the headwork structures include the West Race Park Waterways. Both Races serve an alternate purpose to lower the river's level

during heavy rain events, and are integral to the dam.

Upon a motion by Commissioner Downes, seconded by Commissioner Ferlic the motion carried unanimously, the Commission approved the South Bend Dam Capital Improvement Project submitted November 10, 2016.

(6) Certificate of Completion Colfax Hill Partners, LLC

David Relos presented the Certificate of Completion for Colfax Hill Partners, LLC. A Development Agreement was entered in to with Colfax Hill Partners, which they have fulfilled. This Certificate will be recorded to release them of their responsibilities under the Agreement for that project. Commission approval is requested.

Upon a motion by Secretary Inks, seconded by Commissioner Downes the motion carried unanimously, the Commission approved the Certificate of Completion Colfax Hill Partners, LLC. submitted November 10, 2016.

(7) First Amendment to Asset Purchase Agreement: Acquisition Group, LLC.

Brian Pawlowski presented the First Amendment to Asset Purchase Agreement: Acquisition Group, LLC. Acquisition Group LLC has come to us asking to pay off the carts early. We have discounted the total due and removed the payment of gift cards and other arrangements for payment in full this year. Commission approval is requested.

Upon a motion by Vice President Varner, seconded by Commissioner Downes the motion carried unanimously, the Commission approved the First Amendment to Asset Purchase Agreement: Acquisition Group, LLC. submitted November 10, 2016.

(8) Temporary License Agreement for Site Examination: Redevelopment Commission, Board of Public Works and Notre Dame

David Relos presented the Temporary License Agreement for Site Examination: Redevelopment Commission, Board of Public Works and Notre Dame. (Note: this is a River East not River West agenda item.) This is for Notre Dame's Hydro Project, to grant them access to the site to do soil borings.

Upon a motion by Commissioner Downes, seconded by Secretary Inks the motion carried unanimously, the Commission approved the Temporary License Agreement for Site Examination: Redevelopment Commission, Board of Public Works and Notre Dame submitted November 10, 2016.

(9) Engineering Services Agreement

Brian Pawlowski presented the Engineering Services Agreement. This

service agreement will be for a Director of Redevelopment Engineering and TIF Engineer. These positions will provide estimates, design work, consulting, and work with each department within the City to condense the process of what businesses have to go through to make development more business friendly. The positions will be a reimbursement to a unit of government. They will be City employees dedicated to work for the Department of Redevelopment/Department of Community Investment.

Upon a motion by Commissioner Downes, seconded by Vice President Varner the motion carried unanimously, the Commission approved the Engineering Services Agreement submitted November 10, 2016.

6. Progress Reports

A. Tax Abatement

B. Common Council
None

C. Other

In August 2016 the Commission approved a not to exceed of \$50,000 for AEP to remove and relocate their lines in Ignition Park South. Late yesterday we received work orders from AEP for them to do the work, at a cost of just over \$28,000. There are three separate work orders for the different aspects of their work. Because of formatting issues in printing the work orders from AEP, Commission approval is requested for David Relos to sign them once they can properly be printed.

Upon a motion by Commissioner Downes, seconded by Commissioner Ferlic the motion carried unanimously, the Commission approved David Relos to sign the AEP work orders for the relocation/removal of their lines in Ignition Park South submitted November 10, 2016.

7. Next Commission Meeting:

Monday, November 21, 2016, 9:30 a.m.

8. Adjournment

Thursday, November 10, 2016, 10:00 a.m.



Aaron Kobb, Director of Economic Resources

Marcia I. Jones, President

ITEM: 3A

REDEVELOPMENT COMMISSION
Redevelopment Commission Claims November 21, 2016 for approval

Claims
submitted

Explanation of Project

324 RIVER WEST DEVELOPMENT AREA
American Electric Power

28,024.37 Marriott Hotel Site Development at Hall of Fame

430 FUND SOUTH SIDE TIF AREA #1
McCormick Engineering, LLC

11,652.50 Bowen St. Drainage Improvements


39,676.87



Department of
Community Investment

Memorandum

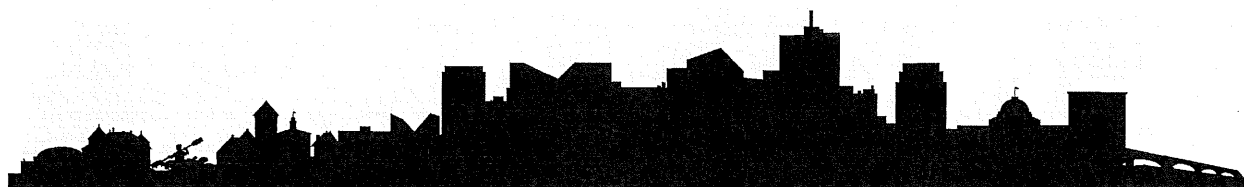
November 21, 2016

TO: South Bend Redevelopment Commission
FROM: David Relos, Economic Resources 
SUBJECT: Resolution No. 3367
333 Western Ave. Disposition Offering Price

Attached is Resolution No. 3367, which sets the disposition offering price for 333 Western Ave., currently occupied by the VA Clinic.

The proposed fair market value of the property, as derived by two independent appraisals, is found in "Exhibit A" in the attached resolution.

Staff requests approval of Resolution No. 3367.



RESOLUTION NO. 3367

**RESOLUTION OF THE SOUTH BEND REDEVELOPMENT
COMMISSION ESTABLISHING THE OFFERING PRICE OF
PROPERTY IN THE RIVER WEST DEVELOPMENT AREA**

WHEREAS, the South Bend Redevelopment Commission (the "Commission"), the governing body of the City of South Bend, Department of Redevelopment, exists and operates pursuant to I.C. 36-7-14 (the "Act"); and

WHEREAS, the Commission may dispose of real property in accordance with Section 22 of the Act; and

WHEREAS, the real property identified at Exhibit A attached hereto and incorporated herein has been appraised by two qualified, independent, professional real estate appraisers and a written and signed copy of their appraisals is contained in the Commission's files; and

WHEREAS, each such appraisal has been reviewed by a qualified Redevelopment staff person, and no corrections, revisions, or additions were requested by such reviewer.

NOW, THEREFORE, BE IT RESOLVED by the Commission, pursuant to Section 22 of the Act, that based upon such appraisals, the offering price of the property described at Exhibit A is hereby established as stated therein, which amount is not less than the average of the two appraisals, and all documentation related to such determination is contained in the Commission's files.

ADOPTED at a meeting of the South Bend Redevelopment Commission held on November 21, 2016, at 1308 County-City Building, 227 West Jefferson Boulevard, South Bend, Indiana 46601.

**SOUTH BEND REDEVELOPMENT
COMMISSION**

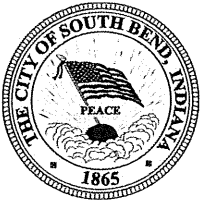
Marcia I. Jones, President

ATTEST:

Donald E. Inks, Secretary

**EXHIBIT A
TO RESOLUTION NO. 3367**

Property	Size	Minimum Offering Price	Proposed Use
<p style="text-align: center;">333 Western Ave.</p> <p style="text-align: center;">Parcel Numbers: 018-3012-044002, 044004, 044005, 0447, 0452</p>	<p><u>3.21 acres +/-</u></p>	<p><u>\$847,500</u></p>	<p>Commercial projects that are permitted within the Central Business District zoning designation.</p> <p>Strong emphasis will be placed during the review process on compatibility with the goals and objectives of the River West Development Area; the redevelopment efforts of the Central Business District and Four Winds Field; and the surrounding businesses and neighborhood, while accommodating the current lease that is in effect.</p>



Department of
Community Investment

Memorandum

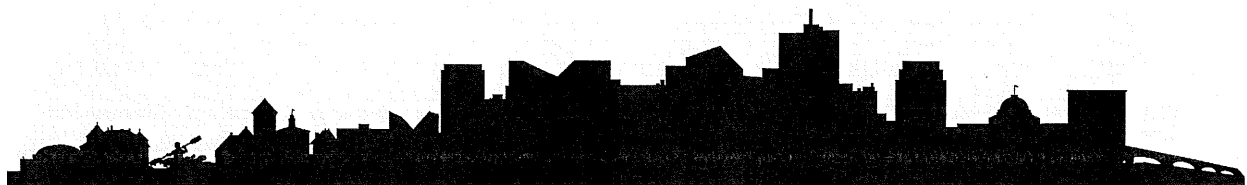
November 21, 2016

TO: Redevelopment Commission
FROM: David Relos, Economic Resources *DR*
SUBJECT: Approval of Bid Specifications and Design Considerations
333 Western Ave.

Attached are the Bid Specifications and Design Considerations for the disposition of 333 Western Ave.

The Bid Specifications outline the uses and development requirements that will be considered for this site.

Staff requests approval of the Bid Specifications and Design Considerations for the eventual disposition of this property.



Bid Specifications & Design Considerations

**Sale of Redevelopment Owned Property
333 Western Ave.
River West Development Area**

1. All of the provisions of I.C. 36-7-14-22 will apply to the bidding process.
2. All offers must meet the minimum price listed on the Offering Sheet.
3. Proposals for redevelopment are required to be for projects that are permitted within the Central Business District zoning designation. All proposals must conform to the existing zoning provisions as outlined in the South Bend Zoning Ordinance Title 21 of the City of South Bend Municipal Code.
4. Proposals for the reuse of the property must include a basic reuse plan for the site and a project timeline detailing aspects of the site redevelopment and site improvements. During the review process, emphasis will be placed on compatibility with the goals and objectives of the surrounding businesses and neighborhood; the Development Plan for the River West Development Area, and the redevelopment efforts of the Central Business District and Four Winds Field, while accommodating the current lease in effect.
5. Bidders are prohibited from the use of the property for speculation or land-holding purposes.
6. All other provisions of the River West Development Area Development Plan must be met.



Department of
Community Investment

Memorandum

November 21, 2016

TO: South Bend Redevelopment Commission
FROM: David Relos, Economic Resources *DR*
SUBJECT: Request to Advertise
333 Western Ave. Disposition

Attached is the Notice of Intended Disposition of Property (Notice) for 333 Western Ave., in the River West Development Area.

This Notice will be advertised in both the South Bend Tribune and the Tri-County News on November 25 and December 02, 2016.

Staff requests approval of this Notice and the Request to Advertise, for the eventual disposition of this property.



Notice of Intended Disposition of Property

RIVER WEST DEVELOPMENT AREA
333 Western Ave.
South Bend, Indiana

Notice is hereby given that the Redevelopment Commission of the City of South Bend, Indiana, will receive sealed offers for the purchase of certain property situated in the River West Development Area until 9:00 a.m. (local time) on the 15th day of December 2016 in the Office of the Department of Redevelopment, 1400 S. County-City Building, 227 West Jefferson Boulevard, South Bend, Indiana, 46601. All offers will be publicly opened and read aloud at 9:30 a.m. (local time) on the 15th day of December 2016 at the Regular Meeting of the Redevelopment Commission to be held that date and time in Room 1308 County-City Building, 227 West Jefferson Boulevard, South Bend, IN 46601, or in the event of cancellation or rescheduling, at the Redevelopment Commission's subsequent regular meeting or rescheduled regular meeting held at a time and place given by public notice. Bid proposals for the purchase of the property offered will be considered.

The property being offered is located at 333 Western Ave., in the River West Development Area, South Bend, Indiana. Any proposal submitted must be for the entire site. The required re-use of the property is for projects that are permitted within the Central Business District zoning designation. Strong emphasis will be placed during the review process on compatibility with the River West Development Area; the redevelopment efforts of the Central Business District and Four Winds Field area; and the surrounding businesses and neighborhood, while accommodating the current lease in effect.

A packet containing bid forms, the Offering Sheet and other pertinent information may be picked up at the Department of Community Investment, 1400 S. County-City Building, 227 West Jefferson Boulevard, South Bend, IN 46601.

The Commission reserves the right to reject any and all bids, and to make the award to the highest and best bidder. In determining the best bid, the Commission will take into consideration the following:

1. The use of the improvements proposed to be made by each bidder on the property, and their compatibility with the proposed re-use as described in the Offering Sheet
2. Each bidder's ability to improve the property with reasonable promptness
3. Each bidder's proposed purchase price
4. Any factors which will assure the Commission that the sale, if made, will further the carrying out of the Development Plan for the River West Development Area and will best serve the interest of the community from the standpoint of human and economic welfare
5. The ability of each bidder to finance the proposed improvements to the property with reasonable promptness

The Commission further reserves the right to waive any formalities in bidding which are not mandatory requirements.

A bid submitted by a trust (as defined in IC 30-4-1-1(a)) must identify each:

- (A) beneficiary of the trust; and
- (B) settlor empowered to revoke or modify the trust.

To secure the execution of the disposition agreement, the purchase of the property and the redevelopment thereof in accordance with the agreement, the bidder must submit with the proposal a faithful performance guaranty, in the sum of ten percent (10%) of the amount offered for the purchase of the property. The guaranty sum may be in the form of a certified check, a cashier's check, surety bond, letter of credit from a bank or trust company as approved by the Redevelopment Commission, or by other sufficient security, but the form, substance and terms of the performance guaranty must be approved as satisfactory by the Redevelopment Commission. The performance guaranty, if by certified check, shall be deposited in any account of the Department of Redevelopment, City of South Bend, in a bank or trust company selected by the Redevelopment Commission.

CITY OF SOUTH BEND, INDIANA
DEPARTMENT OF COMMUNITY INVESTMENT
Brian Pawlowski, Interim Executive Director
Publish Dates: November 25 and December 02, 2016



ITEM: 5A4

Department of
Community Investment

Memorandum

November 21, 2016

TO: Redevelopment Commission
FROM: David Relos, Economic Resources *DR*
SUBJECT: Resolution No. 3366
Blackthorn Owners' Association Board of Directors Appointments

The Blackthorn Owners' Association's by-laws call for a three member Board of Directors (Board) to be appointed by the Redevelopment Commission.

At the annual Owners' Association meeting held October 27, the Board nominated Bill Panzica to be reappointed to another three year term, ending December 31, 2019.

Additionally, since Greg Downes will be stepping down from the Board effective the end of this year, it was suggested Don Inks fill Greg's remaining term, which ends December 31, 2018.

Staff requests approval of Resolution No. 3366, appointing Bill Panzica for another three year term, and Don Inks to fulfill the remaining term of Greg Downes to the Blackthorn Owners' Association Board of Directors.



RESOLUTION NO. 3366

**A RESOLUTION OF THE SOUTH BEND REDEVELOPMENT
COMMISSION APPOINTING DIRECTORS TO THE
BLACKTHORN OWNERS' ASSOCIATION BOARD OF DIRECTORS**

WHEREAS, the South Bend Redevelopment Commission (the "Commission") is the governing body of the City of South Bend Department of Redevelopment (the "Department") and exists and operates under the provisions of I.C. 36-7-14, commonly known as the "Redevelopment of Cities and Towns Act of 1953," as amended from time to time; and

WHEREAS, Section 6.5 of the Declaration of Protective Covenants & Restrictions of the Blackthorn Corporate Park provides that a Board of Directors (the "Board") consisting of three (3) directors shall be appointed by the Commission, subject to certain conditions, to manage the Owners' Association at Blackthorn, Inc. (the "Association"); and

WHEREAS, due to the resignation of Gregory Downes from the Board, there is a vacancy on the Board, and the Commission desires to appoint Donald Inks to fill the vacancy and serve the remainder of the term concluding on December 31, 2018; and

WHEREAS, due to the impending expiration of the current term of William Panzica on December 31, 2016, the Commission desires to re-appoint William Panzica to a further three-year term on the Board; and

NOW, THEREFORE, BE IT RESOLVED, by the South Bend Redevelopment Commission as follows:

1. The Commission hereby appoints Donald Inks to fill the vacancy on the Board of Directors of the Association for the remainder of the term concluding on December 31, 2018.
2. The Commission hereby appoints William Panzica to serve on the Board of Directors of the Association for a term of three (3) years, ending on December 31, 2019.
3. This Resolution shall be in full force and effect after its adoption by the Commission.

[Signature page follows.]

ADOPTED at a meeting of the South Bend Redevelopment Commission held on November 21, 2016, at 1308 County-City Building, 227 West Jefferson Boulevard, South Bend, Indiana 46601.

CITY OF SOUTH BEND,
DEPARTMENT OF REDEVELOPMENT, by and
through its governing body, the South Bend
Redevelopment Commission

Marcia I. Jones, President

ATTEST:

Donald E. Inks, Secretary

4000.0000047 43107587.001



Department of
Community Investment

Redevelopment Commission Agenda Item

DATE: November 21, 2016
FROM: Brian Pawlowski, Interim Executive Director
SUBJECT: Funding Request – Cove Area Utility Reconfiguration

When the property south of Western between Lafayette and William was acquired approximately eight years ago, certain predevelopment actions were taken such as site clearance and environmental investigation / remediation. Though it was known at the time that the reconfiguration of utilities within this area would more than likely be needed, that action was postponed until it was known exactly how future development(s) would be placed on the site.

Now that a Development Agreement for this entire site has been approved, and it is known how the project will be placed within this area, the affected utility layout has been studied and a cost estimate to reconfigure them completed.

Staff requests a not-to-exceed project budget of \$1.5m from the River West Development Area. It is quite possible this amount could be much lower once final negotiations with the utility companies has been completed.

INTERNAL USE ONLY: Project Code: __JCOV_____
Total Amount new in budget: __\$1,500,000_____; broken down by:
Acct # 324-1050-460-42.01
Going to BPW for Contracting? Yes Is this item ready to encumber now? Yes
Existing PO# _____ Inc/Dec \$ _____



TEMPORARY LICENSE AGREEMENT FOR SITE EXAMINATION

This Temporary License Agreement For Site Examination (this “Agreement”) is made on November 10, 2016 (the “Effective Date”), by and among the City of South Bend Board of Public Works (the “Board), the South Bend Redevelopment Commission, governing body of the City of South Bend Department of Redevelopment (the “Commission,” together with the Board referred to herein as the “City”), and University of Notre Dame du Lac, an Indiana non-profit corporation with a registered office address of 203 Main Building, Notre Dame, Indiana 46556 (the “University”) (each a “Party,” and collectively, the “Parties”).

RECITALS

A. The Board and the Commission, respectively, own certain real property and improvements located within the River East Development Area of the City of South Bend, Indiana, as more particularly described in attached **Exhibit A** (the “Board Tract” and the “Commission Tract,” which are collectively referred to as the “Property”).

B. The University desires temporary access to and use of the Property to conduct (a) nine (9) soil borings in the locations labeled B-1 through B-9 in the depiction of the Property attached as **Exhibit B**, and (b) land survey-related field work (together, the “Examination”) for purposes of pre-construction planning for the project described in the Memorandum of Understanding entered into between the University and the City of South Bend on or about June 30, 2016 (the “Project”).

C. The Board and the Commission are willing to permit the University to gain access to and temporarily use the Property for the Examination, subject to the terms and conditions set forth in this Agreement.

NOW, THEREFORE, in consideration of the mutual covenants contained herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. The Board grants to the University and its agents and contractors a temporary, non-exclusive license to enter and use the Board Tract for the purpose of conducting the Examination, provided that the University’s use of the Board Tract is reasonable at all times and comports with the terms of this Agreement and all applicable laws. The Commission grants to the University and its agents and contractors a temporary, non-exclusive license to enter and use the Commission Tract for the purpose of conducting the Examination, provided that the University’s use of the Commission Tract is reasonable at all times and comports with the terms of this Agreement and all applicable laws. Together, the University’s license to access and use the Board Tract and the University’s license to access and use the Commission Tract are referred to in this Agreement as the “License” to access and use the Property.

2. The University’s License to conduct the Examination on the Property will be effective from the Effective Date of this Agreement until the earlier of (a) the date upon which the University’s agents and/or contractors have completed both elements of the Examination, and (b)

December 31, 2016, provided, however, that the Board or Commission may revoke and terminate the License at any time for any reason, as determined in its sole discretion.

3. The University agrees to exercise its best efforts to minimize any disruption of or interference with the permitted use of the Commission Tract by FREG Stephenson Mill Associates, LLC (“FREG”), FREG’s property manager, and FREG’s tenants (collectively, the “FREG Parties”) under the Easement Agreement dated September 13, 2011, and recorded on September 14, 2011, as Document No. 1123732 in the Office of the Recorder of St. Joseph County, Indiana (the “Parking Easement”). The University agrees to communicate with and cooperate in good faith with FREG in advance of the Examination in order to coordinate the University’s access to and use of the Commission Tract with the least possible disruption of or interference with the FREG Parties’ use thereof under the terms of the Parking Easement.

4. The University understands and agrees that neither the City nor the FREG Parties will be liable for any loss, damage, destruction, or theft of the property of the University or its agents and/or contractors or any bodily harm or injury that may result from the University’s use of the Property. The University understands and agrees that it will at all times be solely responsible for the safety and security of all persons on the Property and any property the University or its agents or contractors uses on the Property in connection with the Examination.

5. The University agrees that its agents and/or contractors will not store any supplies, materials, goods, or personal property of any kind on the Property or otherwise use the Property for any purposes except during the time of the License stated in the foregoing sentence. The University will not, without the prior written consent of the City and FREG, cause or permit, knowingly or unknowingly, any hazardous material to be brought or remain upon, kept, used, discharged, leaked, or emitted at the Property.

6. The University understands and agrees that it will secure in its own name and at its own expense all necessary permits and authorizations, if any, needed to conduct the Examination. The University understands and agrees that it will, at its own expense, observe and comply with all applicable statutes, laws, ordinances, requirements, orders, rules, and regulations of all governmental authorities in relation to the Examination conducted on the Property.

7. To the extent that any portion of the Property is disturbed or damaged in connection with the University’s use of the Property, including the displacement of soil or pavement in connection with the University’s extraction and collection of soil borings, the University, at the University’s sole expense, will restore the Property to the condition that existed immediately prior to such disturbance or damage. As to any disturbance of or damage to the Commission Tract, the University’s restoration must be to the reasonable satisfaction of both the Commission and FREG. As to any disturbance of or damage to the Board Tract, the University’s restoration must be to the reasonable satisfaction of the Board.

8. The University agrees and undertakes to indemnify and hold the Board, the Commission and the FREG Parties, and their respective agents, employees, successors, and assigns, harmless from any liability, loss, costs, damages or expenses, including attorneys’ fees, which the Board, the Commission or the FREG Parties may suffer or incur as a result of any

claims or actions which may be brought by any person or entity arising out of the approval granted herein or the University's use of the Property. If any action is brought against the Board, the Commission or the FREG Parties, or their respective agents, employees, successors, or assigns, in connection with Examination, the University agrees to defend such action or proceedings at its own expense and to pay any judgment rendered therein.

9. The Board, the Commission and the University acknowledge that the FREG Parties are third-party beneficiaries for purposes of enforcing the provisions of this Agreement.

10. Each undersigned person signing on behalf of his/her respective Party certifies that he/she is duly authorized to bind his/her respective Party to the terms of this Agreement.

IN WITNESS WHEREOF, the Parties have each executed this Temporary License Agreement For Site Examination to be effective as of the Effective Date stated above.

**CITY OF SOUTH BEND
BOARD OF PUBLIC WORKS**

**SOUTH BEND REDEVELOPMENT
COMMISSION**

Gary Gilot, President

Marcia I. Jones, President

Therese Dorau, Member

ATTEST:

Suzanna Fritzbeg, Member

Donald E. Inks, Secretary

Elizabeth Maradik, Member

James Mueller, Member

ATTEST:

Linda Martin, Clerk

**UNIVERSITY OF NOTRE DAME DU LAC,
an Indiana non-profit corporation**

By: _____
Printed: _____
Its: _____
Date: _____

CONSENT OF FREG STEPHENSON MILL ASSOCIATES, LLC

FREG Stephenson Mill Associates, LLC (“FREG”) hereby consents to the foregoing Temporary License Agreement For Site Examination between the City of South Bend Board of Public Works, the South Bend Redevelopment Commission, and University of Notre Dame du Lac (the “Temporary License”), on the following conditions:

- A. Nothing in this Consent shall be deemed an approval of the Project by FREG.
- B. The FREG Parties are a third-party beneficiary for purposes of enforcing the provisions of the Temporary License.

**FREG STEPHENSON MILL ASSOCIATES, LLC,
a Colorado limited liability company**

By: Forum Management, Inc., its Manager

By: _____
Printed: _____
Its: _____
Date: _____

1300.0000011 55071510.005

EXHIBIT A

Description of Property

Board Tract

A tract of land along the East bank of the St. Joseph River, from the East Race to approximately 4.5 feet North of the South line of Lot Number 8 in the recorded Plat of Miller and Green's First Addition to the Town of Lowell, now City of South Bend, Indiana, said tract more particularly described as follows, viz: Beginning at a point 273.00 feet South of the South line of Colfax Avenue, measured at right angles to said South line, and 220.42 feet West of the West line of Gintz Avenue (Race Street) as measured parallel with the South line of Colfax Avenue, said South line of Colfax Avenue having a bearing of due East and West; thence North $90^{\circ}00'00''$ East, a distance of 16.37 feet; thence South $24^{\circ}35'05''$ East, 225.00 feet; thence South $17^{\circ}48'04''$ East, 66.26 feet; thence South $41^{\circ}00'29''$ East, 31.37 feet; thence South $46^{\circ}05'35''$ East, 131.29 feet; thence North $54^{\circ}14'36''$ East, a distance of 32.03 feet to the approximate West line of the East Race, now abandoned; thence South $03^{\circ}32'26''$ East along the approximate West line of the East Race, a distance of 1.20 feet; thence continuing along the approximate West line of the East Race, South $03^{\circ}15'10''$ West 8.90 feet to the beginning of a meander line approximately and lying inside of a concrete retaining wall along the St. Joseph River; thence South $53^{\circ}0'15''$ West along said meander line, a distance of 32.89 feet; thence North $46^{\circ}28'39''$ West, 138.62 feet; thence North $40^{\circ}07'21''$ West, 34.03 feet; thence North $26^{\circ}17'33''$ West, 194.85 feet; thence North $20^{\circ}16'19''$ West, 103.82 feet to the point of beginning.

EXCEPT THE FOLLOWING:

Tract I: That part of Lots 3 through 8 as shown on the recorded plat of Miller and Green's 1st Addition to the Town of Lowell, as recorded in the records of St. Joseph County, Indiana, which is described as beginning at a point which is South $26^{\circ}17'33''$ East, 109.20 feet, and South $20^{\circ}15'43''$ East, 103.83 feet ($20^{\circ}16'19''$ East, record) and South 273.00 feet from a point on the South line of Colfax Street which is West, 220.42 feet from the West line of Gintz Avenue; thence $57^{\circ}43'06''$ East, 19.64 feet; thence South $24^{\circ}36'05''$ East, 21.77 feet; thence South $17^{\circ}48'04''$ East, 66.26 feet; thence South $41^{\circ}00'29''$ East, 31.37 feet; thence South $46^{\circ}05'35''$ East, 42.47 feet; thence South $44^{\circ}13'06''$ West, 9.17 feet; thence North $46^{\circ}28'30''$ West, 42.54 feet; thence North $40^{\circ}07'21''$ West, 34.03 feet; thence North $26^{\circ}17'33''$ West, 85.65 feet to the point of beginning.

Tract II: That part of Lots 3 through 8 as shown on the recorded plat of Miller and Green's 1st Addition to the Town of Lowell, as recorded in the records of St. Joseph County, Indiana, which is described as: Beginning at a point which is North $57^{\circ}43'06''$ East, 19.64 feet and South $26^{\circ}17'35''$ East, 109.20 feet and South $20^{\circ}15'43''$ East, 103.83 feet (South $20^{\circ}16'19''$ East, record) and South, 273.00 feet from a point on the South line of Colfax Street which is West, 220.42 feet from the West line of Gintz Avenue; thence North $57^{\circ}43'06''$ East, 25.54 feet; thence South $32^{\circ}16'54''$ East, 149.75 feet; thence South $84^{\circ}46'04''$ West, 41.28 feet (South $83^{\circ}47'55''$ West, record); thence North $46^{\circ}05'35''$ West, 14.66 feet; thence North $41^{\circ}00'29''$ West, 31.37 feet; thence North $17^{\circ}48'04''$ West, 66.26 feet; thence North $24^{\circ}35'05''$ West, 21.77 feet to the Point of Beginning.

Tract III: A parcel of land described as commencing at the intersection of the South right-of-way line of Colfax Avenue with the West right-of-way line of Niles Avenue; thence North 89°54'00" West, along said South right-of-way line, a distance of 232.26 feet to the Easterly right-of-way line of Gintz Avenue; thence South 5°53'22" East, along said Easterly right-of-way line, a distance of 274.46 feet; thence South 5°27'44" East along said Easterly right-of-way line, a distance of 137.81 feet; thence South 3°34'50" East, a distance of 84.04 feet to the place of beginning for this description; thence South 3°34'50" East, a distance of 144.46 feet; thence South 3°12'46" West, a distance of 8.90 feet; thence South 52°57'51" West, a distance of 32.89 feet to the Easterly meander line of the St. Joseph River; thence North 46°31'03" West along said Easterly meander line, a distance of 132.0 feet; thence North 83°47'35" East, a distance of 104.54 feet; thence North 3°34'50" West, a distance of 70.00 feet; thence North 86°25'10" East, a distance of 13.99 feet to the place of beginning.

Parcel Key No. 018-5001-000501

Commission Tract

THAT PART OF THE NORTHWEST QUARTER OF SECTION 12, TOWNSHIP 37 NORTH, RANGE 2 EAST, PORTAGE TOWNSHIP, CITY OF SOUTH BEND, ST. JOSEPH COUNTY, INDIANA WHICH IS DESCRIBED AS: LOT NUMBERED TWO (2) AS SHOWN ON THE RECORDED PLAT OF "OPELIKA MINOR SUBDIVISION" RECORDED AS DOCUMENT #9341067 IN THE OFFICE OF THE RECORDER OF ST. JOSEPH COUNTY, INDIANA AND BEING MORE PARTICULARLY DESCRIBED AS: BEGINNING AT THE NORTHEAST CORNER OF LOT #2; SAID POINT BEING THE INTERSECTION OF THE SOUTH RIGHT-OF-WAY LINE OF COLFAX AVENUE (U.S. #20) AND THE EAST LINE OF SAID LOT #2; THENCE SOUTH 05° 33' 48" EAST, 127.85 FT.; THENCE SOUTH 84° 26' 12" WEST, 20.62 FT.; THENCE SOUTH 05° 33' 48" EAST, 31.45 FT.; THENCE NORTH 84° 26' 12" EAST, 20.60 FT.; THENCE SOUTH 05° 33' 48" EAST, 50.00 FT.; THENCE NORTH 84° 26' 12" EAST, 7.30 FT.; THENCE NORTH 03° 59' 47" WEST, 2.89 FT.; THENCE NORTH 86° 00' 13" EAST, 78.11 FT. TO THE WEST LINE OF GINTZ AVENUE; THENCE SOUTH 05° 53' 22" EAST ALONG SAID WEST LINE, 74.18 FT.; THENCE NORTH 89° 58' 48" WEST, 167.91 FT.; THENCE NORTH 15° 07' 45" WEST, 87.70 FT.; THENCE NORTH 87° 52' 06" EAST, 47.34 FT.; THENCE NORTH 00° 56' 55" WEST, 186.67 FT. TO THE SOUTH RIGHT-OF-WAY LINE OF COLFAX AVENUE (U.S. #20); THENCE ALONG SAID SOUTH RIGHT-OF-WAY LINE SOUTH 89° 54' 00" EAST, 33.72 FT. TO THE POINT OF BEGINNING.

TOGETHER WITH THAT PART OF THE NORTHWEST QUARTER OF SECTION 12, TOWNSHIP 37 NORTH, RANGE 2 EAST, PORTAGE TOWNSHIP, CITY OF SOUTH BEND, ST. JOSEPH COUNTY, INDIANA WHICH IS DESCRIBED AS: BEGINNING AT A POINT ON THE WEST RIGHT-OF-WAY LINE OF GINTZ AVENUE WHICH POINT IS 273.00 FT. SOUTH OF THE SOUTH RIGHT-OF-WAY LINE OF COLFAX AVENUE, MEASURED AT RIGHT ANGLES TO SAID SOUTH RIGHT-OF-WAY LINE; THENCE SOUTH 05° 53' 22" EAST ALONG SAID GINTZ AVENUE RIGHT-OF-WAY LINE AND ITS EXTENSION, (RECORD, SOUTH 05° 27' 44" EAST), 152.28 FT.; THENCE NORTH 89° 58' 48" WEST, 149.14 FT.; THENCE NORTH 24° 37' 29" WEST, 166.65 FT.; THENCE SOUTH 89° 58' 48" EAST, 202.95 FT. TO THE POINT OF BEGINNING.

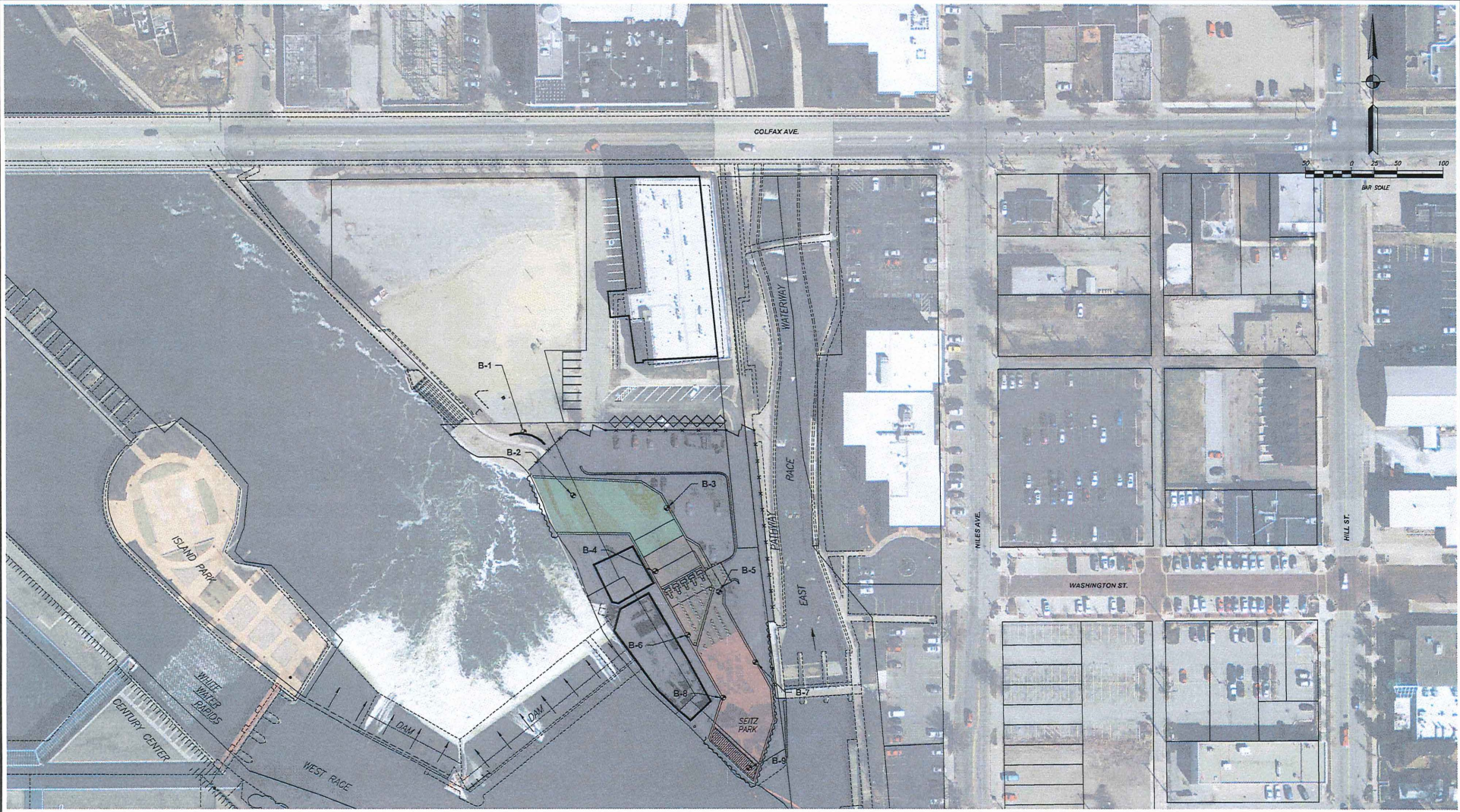
Parcel Key No. 018-5001-0005

EXHIBIT B

Depiction of Soil Boring Locations

[See attached.]

BJT - 10/27/2016 4:24 PM - U:\2015\201510_00 KFI UND Hydro\Coord\Plan Set\Civil\Plans\151000HY_P109_Prelim_SBD.DWG



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NOTRE DAME HYDRO PROJECT
 UNIVERSITY OF NOTRE DAME
 PRELIMINARY SOIL BORING LAYOUT
 SOUTH BEND, INDIANA

Checked By: SKM
 Drawn By: BJT
 Dwg. Scale: 1" = 100'

Project No.: 15-062
 Date: 9-21-16
 Sheet Size: 11x17

Sheet No.: 1 of 1
C-101