



South Bend

Redevelopment Commission

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

Agenda

Regular Meeting, April 27, 2017 9:30 a.m.

1. **Roll Call**
2. **Approval of Minutes**
 - A. Minutes of the Regular Meeting of Thursday, April 13, 2017
3. **Approval of Claims**
 - A. Claims Submitted April 27, 2017
4. **Old Business**
5. **New Business**
 - A. River West Development Area
 1. Resolution No. 3391 (Disposition Offering Price: Burke Building)
 2. Approval of Bid Specifications (Burke Building)
 3. Request to Advertise (Burke Building)
 4. Resource Center Matching Funds
 5. First Amendment to Temporary Use and Management Agreement (DTSB)
 6. Sixth Amendment to Operation Maintenance and Easement Agreement (Doubletree Hotel/AEP III Corp.)
 7. Operation, Maintenance and Easement Agreement Estoppel
 8. Second Amendment to Construction, Easement, Restriction and Operating Agreement
 9. Construction, Easement, Restriction and Operating Agreement Estoppel
 - B. River East Development Area
 1. Resolution No. 3390 (South Bend Eddy Street Major Moves)
 2. Budget Request (Traffic Study)
 - C. South Side Development Area
 1. Budget Request (Public Works)



D. Other

1. Contract Amendment for Environmental Services (Hull & Associates)

6. Progress Reports

A. Tax Abatement

B. Common Council

C. Other

7. Next Commission Meeting:

Thursday, May 11, 2017, 9:30 a.m.

10. 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

Redevelopment Commission

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

ITEM: 2A

SOUTH BEND REDEVELOPMENT COMMISSION REGULAR MEETING

April 13, 2017

9:30 a.m.

Presiding: Dave Varner, Vice-President

227 West Jefferson Boulevard
South Bend, Indiana

The meeting was called to order at 9:30 a.m.

Vice-President Varner noted that the room was standing room only which is unusual for this Public Meeting. Mr. Varner presented how the Redevelopment Commission Meeting is conducted. Mr. Varner stated today's agenda has one item 5A1 that is open to public comment; all other items the public is welcome to stay and listen to but are for Commission comments only.

1. ROLL CALL

Members Present:

Dave Varner, Vice-President
Don Inks, Secretary
Gavin Ferlic, Commissioner
Kintae Lark, Commissioner

Members Absent:

Marcia Jones, President
John Anella, Commissioner

Legal Counsel:

Benjamin Dougherty, Esq.

Redevelopment Staff:

David Relos, Associate
Mary Brazinsky, Recording Secretary

Others Present:

Brian Pawlowski	DCI
Elizabeth Leonard Inks	DCI
Corbitt (Patrick C. Kerr)	DCI
Michael Divita	DCI
Austin Gammage	DCI
Debrah Jennings	DCI
Angelina Billo	DCI
John Murphy	Admin/Finance
Suzanna Fritzberg	Mayor's Office
Tracy Skibins	Code Enforcement
Santiago Garces	Innovation
Mark Neal	Hibberd
Conrad Damian	718 E Broadway
Mo Miller	Unavailable
Thomas H. Kosel	54166 Pine Road
Mark Peterson	WNDU
Eric Watson	WNDU
Erin Blasko	South Bend Tribune
Molly Jirasek	WSBT

2. Approval of Minutes

A. Approval of Minutes of the Regular Meeting of Thursday, March 23, 2017

Upon a motion by Commissioner Ferlic, seconded by Secretary Inks, the motion carried unanimously, the Commission approved the minutes of the regular meeting of Thursday, March 23, 2017.

3. Approval of Claims

A. Claims Submitted April 13, 2017

	Claims submitted	Explanation of Project	Items added after Agenda Distributed
<u>REDEVELOPMENT COMMISSION</u>			
Redevelopment Commission Claims April 13, 2017 for approval			
<u>324 RIVER WEST DEVELOPMENT AREA</u>			
Christopher B. Burke Engineering, LLC	14,468.00	South Bend Dam Capital Planning	
Kolata Enterprises LLC	742.50	Professional Services	
Plew Shadley Racher & Braun LLP	225.50	Bosch/Honeywell	
IDEM	1,012.50	Site Assessment Oliver-Plow	
United Consulting Engineers Inc		Coal Line Trail	8,958.00
Abonmarche		Western Ave & Olive St. Intersection Improvements	23,800.00
Hibberd Realty, Inc.		Gates Automotive Group Rent	1,431.85
<u>422 FUND WEST WASHINGTON DEVELOPMENT TIF</u>			
Lehman & Lehman	2,420.00	City Cemetery Master Plan	
<u>429 FUND RIVER EAST DEVELOPMENT TIF</u>			
C & S Masonry Restoration, LLC	143,526.00	Newman Center Masonry Repairs	
Smithgroup JJR	18,336.00	Riverfront Parks and Trails Master Plan	
<u>430 FUND SOUTH SIDE TIF AREA #1</u>			
McCormick Engineering, LLC	3,442.50	Bowen St Drainage	
Southgate Church		Chruch	21,000.00
Total	184,173.00		55,189.85
Total Both Columns	239,362.85		

Benjamin Dougherty added one additional item to the claims list presented in the amount of \$1,431.85 paid to Hibberd Realty, Inc. that will coincide with item number 5B3 of today’s agenda subject to that items approval.

Upon a motion by Commissioner Ferlic, seconded by Secretary Inks, the motion carried unanimously, the Commission approved the claims submitted with the additional amount of \$1,431.85 on Thursday, April 13, 2017 subject to approval of item 5B3.

4. Old Business
 None

5. New Business

A. Public Hearings

1. Public Hearing On Resolution No. 3386

Mr. Varner noted that Resolution No. 3386 is open to the Public for comments after the item is presented.

Beth Leonard Inks presented Resolution No. 3386 (Certified Technology Park). Mrs. Leonard Inks states that Resolution No. 3386 appropriates \$2.2M to be used for the Certified Technology Park Funds; Fund 439. \$1.8M will satisfy the agreement with the University of Notre Dame for Innovation Park.

Mr. Varner asked for public comments on Resolution No. 3386. No members of the public spoke regarding the resolution. The floor was closed by Vice-President Varner for Public Comments.

Upon a motion by Commissioner Ferlic, seconded by Secretary Inks, the motion carried unanimously, the Commission approved Resolution No. 3386 submitted on April 13, 2017.

B. River West Development Area

1. Real Estate Purchase Agreement (SBCC Development Corp)

Brian Pawlowski presented Real Estate Purchase Agreement (SBCC Development Corp). A map of the area to be purchased was presented to the Commissioners as a visual aid. Mr. Pawlowski stated he has been in discussion with Mark Tarner, owner of South Bend Chocolate Corporation for approximately 2 years on finding a new location for SBCC's new facility. The City worked with the Airport in which the City provided funding for a new ramp project to allow Corporate Wings to build a new facility at the Airport, and in turn the Airport annexed and rezoned land to the City. The intent of the City is to put the annexed land to good use, being mindful of its natural setting. The Real Estate Purchase Agreement is for a minimum overall investment by SBCC of \$5M to build a new facility and museums. Mr. Tarner will then pursue additional financing or state aid and grants.

Mr. Pawlowski then addressed two items. The first being the acreage amount and the effects on the natural setting of this property. The second is the notion of the City giving away property for a nominal amount. The Commission already understands that this is not truly the case. When a determination is made by the City that we are going to sell property for a nominal amount, it is based on a sizeable investment by the private investor. It is our philosophy to utilize properties that are sitting idle and turn them into something that will generate taxes, jobs, and are a benefit to the community.

Many read the article in the South Bend Tribune and took the word “factory” and “acreage” and combining them thinking what Mr. Tarner was going to do was develop large factories on the entire parcel of land. On the map provided to the Commission, it shows where Mr. Tarner is planning to place his factory with museums and the distance to the nature areas of the parcel. If you look at the Purchase Agreement, it specifies about 60,000 square feet of land near US 20 and the Bypass.

Mr. Pawlowski states that Mr. Tarner was part of the group that supported bringing the bog into trust, to make sure it was preserved well into the future. His future vision for this property includes incorporating the environmental ecosystem area into the overall development. The City has worked hard to ensure that the development will not only be successful but that it will complement this area. We have talked with our community partners about the potential that this development would have as a state and regional draw and have their full support.

Mr. Pawlowski states that the property has gone through annexation and rezoning, which includes multiple meetings at the Area Plan Commission and Common Council, and then through the Commission’s disposition process. The property was advertised and open for public bids, with none being received.

Vice President Varner mentioned that this approximates a couple acres of land for a factory and museums. He also thanked Mr. Tarner for his investments within the community of South Bend.

Commissioner Lark asked with \$5M being invested, it sounds good, but what’s the bigger picture; how long does the process take and how much money actually goes into this at the end of the day.

Mr. Pawlowski states that \$5M is the amount that the City has made mandatory as a minimum amount of investment. The buildings will equal what the investment is. In addition to that you will have other improvements that will be made which can include landscaping and entryways but in reality, jobs will be created. There will also be property taxes that will start when the property is into private ownership. The investment term is to be completed in five years.

Upon a motion by Commissioner Ferlic, seconded by Secretary Inks, the motion carried unanimously, the Commission approved the Real Estate Purchase Agreement (SBCC Development Corp) submitted on April 13, 2017.

2. Development Agreement (Hibberd Realty Inc)

Brian Pawlowski presented the Development Agreement (Hibberd Realty Inc). This contemplates the Gates sales lot at the NW corner of Main and Western that is currently under lease and has gone through the disposition process. The developer has decided on a public space as part of the development. The \$350,000 funding as part of this Agreement will be for the development of that public space and site work and improvements.

Mark Neal, with Hibberd Realty and Hibberd Development, LLC stated the plans for the building at 321 S. Main continue to expand. The current owners are moving. The development plan is a mixed use space for apartments, office and retail. As part of the building's acquisition the lot to its south was also acquired. Renderings were shown of the area with Mr. Neal describing the green space usage including a water run off area being turned into a French drain feature with a plaza on top. The expectation is to begin improvements fourth quarter 2017 or first quarter 2018. This will be ideally positioned to connect Four Winds Field with this planned plaza. If possible, we will look into re-structuring the alleyways. Right now the cost is \$5.8M. We are looking at a total of 14 units with one bedrooms and some studios which will be market based. Two commitments are made for the retail space; one more is currently in the works.

Upon a motion by Commissioner Ferlic, seconded by Secretary Inks, the motion carried unanimously, the Commission approved Development Agreement (Hibberd Realty Inc) submitted on April 23, 2017.

3. First Amendment to Real Estate Purchase Agreement (Hibberd Development LLC)

Benjamin Dougherty noted that this is an Amendment to the Purchase Agreement that was approved by the Redevelopment Commission in December 2016. This is adjusting the name on the deed and assigning the Gates lease to Hibberd Realty Inc. instead of Hibberd Development LLC. This is also where the addition to the claims list comes in the amount of \$1,431.85 for the pro-rated share of the April Gates rent payment already made to the City. Hibberd Realty will be entitled to this when they close on the property this afternoon.

It was noted that both the City and Mr. Neal have worked with Matt Hellenkamp and Mr. Gates in their search for a new property for their car lot.

Upon a motion by Commissioner Ferlic, seconded by Secretary Inks, the motion carried unanimously, the Commission approved the First Amendment to Real Estate Purchase Agreement (Hibberd Development LLC) submitted on April 13, 2017.

4. Resolution No. 3375 (Nello Inc.)

Brian Pawlowski presented Resolution No. 3375. The funding approved by the Commission to purchase equipment over a three period has mostly been acquired. This Resolution will transfer ownership of that equipment to Nello, thereby allowing them to finance expansion of their facility.

Upon a motion by Commissioner Ferlic, seconded by Secretary Inks, the motion carried unanimously, the Commission approved Resolution No. 3375 (Nello Inc.) submitted on April 13, 2017.

5. Budget Request (Code Enforcement)

Brian Pawlowski presented a Budget Request for the Code Enforcement Dept., requesting \$250,000 for the demolition of commercial structures that are vacant and abandoned. These properties have continued to be blight in our community. All structures have affirmed demolition orders.

Brian introduced Tracy Skibins, Deputy Director Code Enforcement who reiterated the request for approval in the amount of \$250,000, which is needed to fund these vacant and abandoned commercial structures, noting a collection process will be added to try to collect demo costs on all properties being demolished. Ms. Skibins noted that all properties go through a complete process prior to any action, including code hearings and determinations.

Upon a motion by Commissioner Ferlic, seconded by Secretary Inks, the motion carried unanimously, the Commission approved the Budget Request (Code Enforcement) submitted on April 13, 2017.

6. Project Budget for Western Avenue Streetscape Improvements

Michael Divita presented a Project Budget for Western Avenue Streetscape Improvements. Requested is a project budget of \$2,875,000 from the River West Development Area for construction and related costs. The Commission approved an initial project budget of \$375,000 in June 2016 for engineering and preliminary construction cost estimates.

As part of the West Side Main Street Revitalization Plan, continued streetscape improvements to Western Avenue will create an environment more inviting to commercial and residential investment. This project includes the section of Western between Olive Street and Bendix Drive. The Board of Public Works is opening bids on the project April 25th and we expect to start construction after Memorial Day.

Upon a motion by Commissioner Ferlic, seconded by Secretary Inks, the motion carried unanimously, the Commission approved the Project Budget for Western Avenue Streetscape Improvements submitted on April 13, 2017.

C. River East Development Area

1. Resolution No. 3390 (South Bend Eddy Street Major Moves)

Benjamin Dougherty recommends that we table this item. We would like to wait to make sure the payment schedules for the Major Moves loans are set.

John Murphy states that there were two different schedules, one for the Triangle and one for Eddie Street Commons. All payments are current through 2016.

Mr. Dougherty states the plan is to accelerate the Major Moves payments so the loan gets paid off as soon as possible without affecting the coverage on the bonds.

Upon a motion by Commissioner Ferlic, seconded by Secretary Inks, the motion carried unanimously, the Commission approved tabling Resolution No. 3390 on April 13, 2017.

2. Budget Request (State Road 23 INDOT Remnants)

David Relos presented the Budget Request (State Road 23 INDOT Remnants). Mr. Relos states we have been in contact with INDOT for three years as they determined remnant parcels as part of the realignment of State Road 23, at the old 5 points area. Now that their project is complete, INDOT has determined which remnants remain, and there are eighteen we would like to acquire. These are mainly on the south side of SR 23. We would like to set a budget of \$15,000. Some of these remnants will be incorporated in to Fredrickson Park, some as right of way we already maintain, and some sold where it's expected we will recoup this cost.

Upon a motion by Secretary Inks, seconded by Commissioner Ferlic, the motion carried unanimously, the Commission approved the Budget Request (State Road 23 INDOT Remnants) submitted on April 13, 2017.

D. Other

1. License Agreement for Temporary Use of Redevelopment Commission Property (DTSB)

Mary Brazinsky presented the License Agreement for Temporary Use of Redevelopment Commission Property (DTSB). Ms. Brazinsky states that the Temporary Use Agreement is for Downtown South Bend to use the Gridiron for various activities throughout the summer months starting in May running through October. These projects have been approved by Dan Boecher with JSK, in consideration of the Marriott construction. The proposal includes First Fridays, Summer Fitness Series, Summer Film Series and Art Beat. We ask for Commission approval.

Upon a motion by Secretary Inks, seconded by Commissioner Ferlic, the motion carried unanimously, the Commission approved the License Agreement for Temporary Use of Redevelopment Commission Property (DTSB) submitted on April 13, 2017.

2. First Amendment to Engineering Services Agreement

Brian Pawlowski presented the First Amendment to Engineering Services Agreement. The agreement started last year for engineering services has not only been very efficient but also very cost effective. The engineers are involved in every project from day one and are able to look at the projects right away saving hours of backlog. This amendment will extend the agreement for an additional five years with the department.

Upon a motion by Secretary Inks, seconded by Commissioner Ferlic, the motion carried unanimously, the Commission approved First Amendment to Engineering Services Agreement submitted on April 13, 2017.

3. Resolution No. 3389 (Honoring Brian Pawlowski for Extraordinary Service to the South Bend Community & South Bend Redevelopment Commission)

Dave Varner, Vice-President of the Redevelopment Commission read and presented Brian Pawlowski with Resolution No. 3389, honoring him for extraordinary service to the South Bend community & South Bend Redevelopment Commission.

Mr. Ferlic noted that the City has been able to make some great progress recently and this largely has to do with Mr. Pawlowski's outstanding efforts in the Mayor's office and his leadership with Community Investment. Mr. Ferlic thanked Brian for his service.

Mr. Inks echoed Mr. Ferlic's comments and also noted beyond the professional work and the seriousness it takes to complete these details, he appreciates Brian's light sense of humor when some of these projects are tough.

Mr. Varner mentioned he thinks Brian picked a job he didn't think he was going to get, serving not only as Assistant Executive Director, but as Interim Executive Director too. Mr. Varner stated Brian will do well in his private endeavors. You've done great things for the Commission and we've appreciated you.

Mr. Pawlowski said the humor keeps things sane. He thanked the people in the department. He appreciated the Commission's ability to quickly digest complex projects and move with the speed of business, helping complete progress and be pro economic growth within the City, and he thanks you all for that.

Upon a motion by Commissioner Ferlic, seconded by Secretary Inks, the motion carried unanimously, the Commission approved Resolution No. 3389 (Honoring Brian Pawlowski for Extraordinary Service to the South Bend Community & South Bend Redevelopment Commission) submitted on April 13, 2017.

6. Progress Reports

A. Tax Abatement

B. Common Council

C. Other

1. IEDC Grant Funding

The City would like to match a grant from the IEDC to develop a technology resource center. Santiago Garces, Chief Innovation Officer explained that the City of South Bend and the University of Notre Dame are creating a partnership to pursue a \$20M grant from the National Science Foundation. On top of the \$20M there is an expected investment of \$400M for research of advanced wireless, including how vehicles will talk to each other and 5G. We are working with the State to create this resource center.

We are creating a test center that will be inclusive. This will be for our neighbors to be close to and for work force development. We believe we are the ideal size City to be the first test site.

Mr. Pawlowski said we expect to fund \$2M to \$3M for the project. The IEDC has approved this project.

2. VA Building
The VA building has been through our disposition process and we are in discussions for its sale.
3. Michigan Street Shops
Like the VA building, we are also in discussions for this property's sale.

7. Next Commission Meeting:

Thursday, April 27, 2017, 9:30 a.m.

8. Adjournment

Thursday, April 13, 2017, 10:35 a.m.



David Relos, Economic Resources

Marcia I. Jones, President

ITEM: 3A

	Claims submitted	Explanation of Project	Items added after Agenda Distributed
REDEVELOPMENT COMMISSION			
Redevelopment Commission Claims April 27, 2017 for ratified and approval			
324 RIVER WEST DEVELOPMENT AREA			
Abonmarche	23,880.00	Western Ave & Olive St Intersection Improvements	
Hull Associates, Inc.	12,542.42	General Consulting Groundwater & Monitoring Oliver Ind Pk/GW Assess Ign Pk	
Jones Petrie rafinski	530.00	Coveleski Utility Relocation	
DLZ Indiana LLC	3,950.00	SB Sample/Sheridan	
HRP Construction Co.	30,843.75	Berlin Place Site Development	
Abonmarche	1,000.00	Survey	
City of South Bend		Legal Services	18,875.00
429 FUND RIVER EAST DEVELOPMENT TIF			
Walsh & Kelly Inc.	425,397.72	East Bank Sewer Separation - Phase V	
433 FUND SOUTH SIDE AREA #1			
Faegre Baker Daniels	816.42	Legal Services	
Total	498,960.31		18,875.00
Total Of Both Columns	517,835.31		



Department of
Community Investment

Memorandum

April 27, 2017

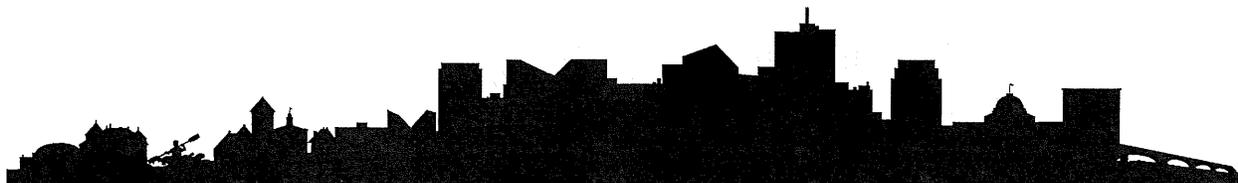
TO: South Bend Redevelopment Commission
FROM: David Relos, Economic Resources *DR*
SUBJECT: Resolution No. 3391
Burke Building & 3 Vacant Lots Disposition Offering Price

Attached is Resolution No. 3391, which sets the disposition offering price for three vacant lots at 913 – 1001 S. Michigan St. and the Burke Building at 1019 S. Michigan St.

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. 3391.

INTERNAL USE ONLY: Project Code: _____
Total Amount new in budget: ___-0-_____; broken down by:
Acct # ___none_____
Going to BPW for Contracting? No Is this item ready to encumber now? No
Existing PO# _____ Inc/Dec \$ _____



RESOLUTION NO. 3391

**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 April 27, 2017, 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. 3391**

Property	Size	Minimum Offering Price	Proposed Use
<p>913-1001 & 1019 S. Michigan St.</p>	<p><u>3 vacant lots:</u> <u>29,040 sf +/-</u></p> <p><u>Burke Bldg.:</u> <u>13,560 sf +/-</u></p>	<p><u>3 vacant lots:</u> <u>\$50,000</u></p> <p><u>Burke Bldg.:</u> <u>\$23,850</u></p> <p><u>Bldg. + Lots</u> <u>\$67,400</u></p>	<p>Commercial projects that are permitted within the Mixed Use (vacant lots) or Local Business (building) 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 Ignition Park and the Renaissance District; and the surrounding businesses and neighborhood.</p>



Department of
Community Investment

Memorandum

April 27, 2017

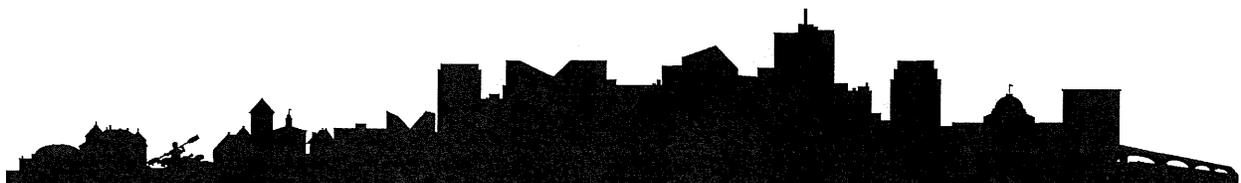
TO: Redevelopment Commission
FROM: David Relos, Economic Resources *DR*
SUBJECT: Approval of Bid Specifications and Design Considerations
Burke Building & 3 Vacant Lots

Attached are the Bid Specifications and Design Considerations for the disposition of three vacant lots at 913 – 1001 S. Michigan St. and the Burke Building at 1019 S. Michigan St.

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.

INTERNAL USE ONLY: Project Code: _____
Total Amount new in budget: ___-0-_____; broken down by:
Acct # ___ none _____
Going to BPW for Contracting? No Is this item ready to encumber now? No
Existing PO# _____ Inc/Dec \$ _____



Bid Specifications & Design Considerations

**Sale of Redevelopment Owned Property
913 – 1001 & 1019 S. Michigan St.
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 Mixed Use (vacant lots) and Local Business (building) 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 Ignition Park and the Renaissance District.
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

April 27, 2017

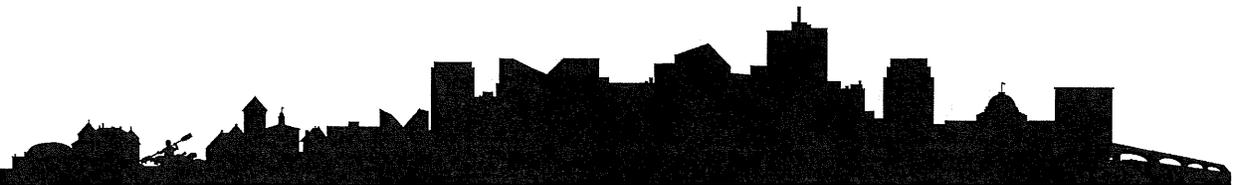
TO: South Bend Redevelopment Commission
FROM: David Relos, Economic Resources *DR*
SUBJECT: Request to Advertise
Burke Building & 3 Vacant Lots Disposition

Attached is the Notice of Intended Disposition of Property (Notice) for three vacant lots at 913 – 1001 S. Michigan St. and the Burke Building at 1019 S. Michigan St., in the River West Development Area.

This Notice will be advertised in both the South Bend Tribune and the Tri-County News on May 5 and May 12, 2017.

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

INTERNAL USE ONLY: Project Code: _____
Total Amount new in budget: ___-0-_____; broken down by:
Acct # _408-1050-460-31.25_____
Going to BPW for Contracting? No Is this item ready to encumber now? No
Existing PO# _____ Inc/Dec \$ _____



Notice of Intended Disposition of Property

RIVER WEST DEVELOPMENT AREA
913 – 1001 & 1019 S. Michigan St.
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 25th day of May 2017 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 25th day of May 2017 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 913 – 1001 & 1019 S. Michigan St., in the River West Development Area, South Bend, Indiana. Any proposal submitted must be for the vacant lots, building, or both. The required re-use of the property is for projects that are permitted within the Mixed Use (vacant lots) or Local Business (building) zoning designation. Strong emphasis will be placed during the review process on compatibility with the River West Development Area; the redevelopment efforts of Ignition Park and the Renaissance District; and the surrounding businesses and neighborhood.

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 cashier's or 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, Acting Executive Director
Publish Dates: May 5 and May 12, 2017



Department of
Community Investment

Redevelopment Commission Agenda Item

DATE: 4/27/2017
FROM: City of South Bend Department of Innovation & Technology
SUBJECT: Resource Center Matching Funds

PURPOSE OF REQUEST:

Specifics are: Requested match of \$3M from TIF pending execution on \$3.4M requested IEDC Industrial Development Grant Fund. The Industrial Grant Fund (IDGF) provides assistance to municipalities and other eligible entities as defined under I.C. 5-28-25-1 with off-site infrastructure improvements needed to serve the proposed project site.

The City of South Bend (CSB), Indiana, and the University of Notre Dame (UND) proposed to develop a Platform for Advanced Wireless Research (PAWR) called SBXG in collaboration with their extensive industry and academic partners.

SBXG will provide instrumentation at city scale in order to enable research and development as well as technology transfer for several generations of wireless technologies and applications. Detailed specifications for this instrumentation in terms of frequency bands, bandwidths, numbers, and locations are evolving based upon use cases being developed.

Key to this project will be the SBXG Resource Center, for which the purpose will be three-fold. First, the resource center will provide researchers from industry and academia with a test configuration identical to the equipment deployed in the “production” sites. The “pre-installation” configuration will allow users to integrate their own equipment and debug their experiments before deploying on the full testbed. Second, the resource center will serve as the network operations center that will manage the monitoring and control of the production network. Third, the SBXG Resource Center will provide opportunities for training and experiential learning for students at all levels, as well as outreach to the broader community. Experiential learning and job training aligned with the City’s workforce development programs offer an additional avenue for regional economic development.

INTERNAL USE ONLY: Project Code:TBD

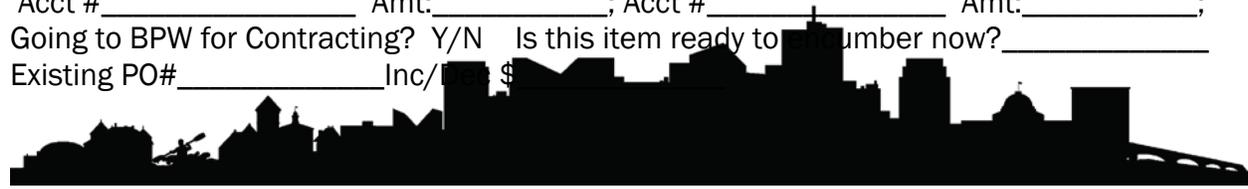
Total Amount new/change (inc/dec) in budget:\$3M ; broken down by:

Acct # _____ Amt: _____; Acct # _____ Amt: _____;

Acct # _____ Amt: _____; Acct # _____ Amt: _____;

Going to BPW for Contracting? Y/N Is this item ready to number now? _____

Existing PO# _____ Inc/Dec \$ _____



FIRST AMENDMENT TO TEMPORARY USE AND MANAGEMENT AGREEMENT

This First Amendment To Temporary Use And Management Agreement (this “First Amendment”) is made and entered into as of April 27, 2017 (the “Effective Date”), by and between the City of South Bend, Indiana, Department of Redevelopment, by and through its governing body, the South Bend Redevelopment Commission (“Owner”), and Downtown South Bend, Inc., an Indiana non-profit corporation with offices at 217 South Michigan Street, South Bend, Indiana 46601 (“DTSB”).

RECITALS

A. Owner and DTSB entered into that certain Temporary Use And Management Agreement dated April 30, 2015 (the “Agreement”), regarding DTSB’s use and management of certain Premises located in the City of South Bend (the “City”).

B. The City has contracted with Mydatt Services, Inc. d/b/a Block by Block (“BBB”) for the provision of certain services related to the City’s parking facilities, including some management services previously rendered by DTSB under the Agreement.

C. In order to revise the scope of DTSB’s obligations under the Agreement for appropriate coordination with the services rendered by BBB, Owner and DTSB desire to amend certain terms and provisions of the Agreement.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained in the Agreement and this First Amendment, and in accordance with Section 3 of the Agreement, Owner and DTSB agree as follows:

1. Section 5(a) of the Agreement is deleted in its entirety and replaced by the following:

- (a) DTSB shall perform the following services for Owner in compliance with all laws and ordinances applicable thereto:
 - A. Collect parking receipts and make disbursements related to use of the Premises for parking, as hereinafter provided;
 - B. Account for parking receipts and disbursements related to use of the Premises for parking, as hereinafter provided;
 - C. Consult with Owner on parking matters related to the Premises; and
 - D. Resolve all customer service matters related to the Premises.

2. The first sentence of Section 6 of the Agreement is deleted in its entirety and replaced by the following: “Unless paid by Owner, the City, BBB, or another service provider, DTSB will pay all Operating Expenses incurred in relation to DTSB’s use and management of the Premises.”

3. Capitalized terms used but not otherwise defined in this First Amendment will have the meanings set forth in the Agreement.

4. All terms and conditions of the Agreement will remain in full force and effect unless expressly modified by this First Amendment.

5. This First Amendment may be executed in separate counterparts, each of which when so executed shall be an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, Owner and DTSB have executed this First Amendment to be effective as of the Effective Date stated above.

CITY OF SOUTH BEND, INDIANA,
DEPARTMENT OF REDEVELOPMENT,
BY AND THROUGH THE SOUTH BEND
REDEVELOPMENT COMMISSION

DOWNTOWN SOUTH BEND, INC.,
an Indiana non-profit corporation

Marcia I. Jones, President

By: _____
Printed: _____
Title: _____
Date: _____

ATTEST:

Donald E. Inks, Secretary

4000.0000049 52157290.002

ITEM 5B1

RESOLUTION NO. 3390

RESOLUTION OF THE SOUTH BEND REDEVELOPMENT COMMISSION AMENDING RESOLUTION NO. 2435 REGARDING REIMBURSEMENT OF CERTAIN CITY OF SOUTH BEND FUNDS ADVANCED FOR THE EDDY STREET COMMONS PROJECT

WHEREAS, the South Bend Redevelopment Commission (the "Commission"), governing body of the South Bend Department of Redevelopment and the South Bend Redevelopment District (the "Redevelopment. District"), exists and operates under the provisions of Indiana Code 36-7-14, as amended from time to time; and

WHEREAS, on February 6, 2008, the Commission adopted Resolution No. 2435 (the "Prior Resolution") that detailed the Commission's agreement to reimburse the City of South Bend, Indiana (the "City") for certain funds advanced by the City from the Major Moves Fund to make certain local public improvements in the Northeast Neighborhood Development Area (the "Area"); and

WHEREAS, a portion of the Area was deemed a housing program named the "Northeast Neighborhood Development Area Housing Program" and a housing allocation area named the "Northeast Neighborhood Development Area Allocation Area No. 2" ("Allocation Area 2") was created; and

WHEREAS, since such time Kite Realty Group, L.P. ("Kite") developed the area known as Eddy Street Commons encompassing approximately twenty-three (23) acres located in the City adjacent to the University of Notre Dame campus (collectively, the "Development") and the Commission desired to undertake certain local public improvements in support of the Development in or serving the Area (collectively, the "Project").

WHEREAS, to pay for the Project, the Authority issued bonds known as the "South Bend Redevelopment Authority Lease Rental Revenue Bonds of 2008 (Eddy Street Commons Project)" (the "2008 Bonds"), the proceeds of which were used to pay the expenses relating to the Project and to pay the costs of issuance of the Bonds, and thereafter, the Authority and the Commission entered into a lease dated as of October 15, 2007, (the "2008 Lease"), pursuant to which the Commission leased the Project from the Authority; and

WHEREAS, the Commission agreed to pay lease rentals under the 2008 Lease from tax increment revenues collected in Allocation Area 2, which lease rentals are deposited into the Eddy Street Commons Principal and Interest Account (the "Principal and Interest Account") in the Redevelopment District Bond Fund and, to the extent the tax increment revenues are insufficient, from a special tax levy upon all of the taxable property in the Redevelopment District of the City of South Bend, Indiana, which special tax shall be deposited into the Principal and Interest Account; and

WHEREAS, the City also agreed to make two loans for a portion of the Project from the City's Major Moves Fund (the "Major Moves Fund") in an amount equal to Three Million Nine Hundred Forty-Two Thousand Five Hundred Twenty-Nine and 00/100 Dollars (\$3,942,529.00) and One Million Five Hundred Fifty-Eight Thousand Fifty and 00/100 Dollars (\$1,558,050.00); and

WHEREAS, in the Prior Resolution the Commission committed to reimburse the City for expenditures made by the City for local public improvements in or serving the Area, specifically, the reimbursement of the funds advanced by the City from the Major Moves Fund from tax increment finance ("TIF") revenues received from Allocation Area 2 after making the necessary deposits into the Principal and Interest Account created for the payment of lease rentals by the Commission to the Authority pursuant to the 2008 Lease;

WHEREAS, Kite now wishes to further develop Eddy Street Commons and has negotiated with the City and the Commission and the City now intends to issue additional bonds in an aggregate principal amount not to exceed Twenty-Five Million and 00/100 Dollars (\$25,000,000) (the "2017 Bonds") pursuant to IC 36-7-12 for additional improvements related to the Development; and

WHEREAS, the City and the Commission intend for the repayment of the 2008 Lease to be paid on parity with the payment of the 2017 Bonds, and the reimbursement to the City described in the Prior Resolution, shall be paid from TIF revenues available after making payments under the 2008 Lease and payments on the 2017 Bonds (the "Available TIF Revenues").

NOW, THEREFORE, BE IT RESOLVED, BY THE SOUTH BEND REDEVELOPMENT COMMISSION AS FOLLOWS:

Section 1. The Commission hereby covenants to reimburse the City out of Available TIF Revenues, for expenditures made by the City for local public improvements in or serving the Area, specifically for the funds that the City has advanced from the two loans from the Major Moves Fund as shown on Exhibit A hereto. The Commission hereby covenants to make such reimbursements from Available TIF Revenues in accordance with the amounts shown on Exhibit A.

Section 2. For purposes of this Resolution, Available TIF Revenues shall mean those tax increment finance revenues from Allocation Area 2 which remain after the required deposits have been made to pay lease rental payments under the 2008 Lease and the payment of annual principal and interest on the 2017 Bonds. Based upon the tax increment revenues projected by the financial advisor, it is expected that the tax increment revenues will be sufficient to: (i) pay the lease rental payments due under the 2008 Lease and pay the debt service due on the 2017 Bonds; and (ii) to reimburse the City in accordance with the schedule attached as Exhibit A.

Section 3. This Resolution shall be in full force and effect after its adoption by the Commission.

ADOPTED at a meeting of the South Bend Redevelopment Commission held on April 27, 2017.

SOUTH BEND
REDEVELOPMENT COMMISSION

Marcia I. Jones, President

ATTEST:

Donald E. Inks, Secretary

EXHIBIT A

(See Attached)

City of South Bend, Indiana
Major Moves Fund 412 Interfund Loan to NE Residential TIF Fund 436
Eddy Street Commons

Interfund Loan Amortization Schedule

Updated November 11, 2013, Original March 28, 2011

Maximun Principal - \$4,100,000.00

Actual Principal-\$3,942,529.00

Payments - Semi-annual, beginning August 15, 2011 through February 15, 2026.

Thirty (30) payments. Interest rate - 5%

NE Residential TIF Expenditures - #436-1050-460-38-01 (Principal), #436-1050-460-38-02 (Interest)

Major Moves Revenue - #412-0000-399-02-06 (Principal), #412-0000-399-02-07 (Interest)

Payment - \$186,218.00

Revised April 17, 2017 at Meeting with City Staff and Staff From Crowe.

Payment Number	Payment Date	Beginning Principal Balance	Total Paid	5% Interest Paid	Principal Paid	Ending Principal Balance
1	8/15/2011	3,942,529.00	195,888.00	98,563.23	97,324.78	3,845,204.23
2	2/15/2012	3,845,204.23	195,888.00	96,130.11	99,757.89	3,745,446.33
3	8/15/2012	3,745,446.33	195,888.00	93,636.16	102,251.84	3,643,194.49
4	2/15/2013	3,643,194.49	195,888.00	91,079.86	104,808.14	3,538,386.35
5	8/15/2013	3,538,386.35	195,888.00	88,459.66	107,428.34	3,430,958.01
6	2/15/2014	3,430,958.01	186,218.00	85,773.95	100,444.05	3,330,513.96
7	8/15/2014	3,330,513.96	186,218.00	83,262.85	102,955.15	3,227,558.81
8	2/15/2015	3,227,558.81	186,218.00	80,688.97	105,529.03	3,122,029.78
9	8/15/2015	3,122,029.78	186,218.00	78,050.74	108,167.26	3,013,862.52
10	2/15/2016	3,013,862.52	386,218.00	75,346.56	310,871.44	2,702,991.09
11	8/15/2016	2,702,991.09	386,218.00	67,574.78	318,643.22	2,384,347.86
12	2/15/2017	2,384,347.86	386,218.00	59,608.70	326,609.30	2,057,738.56
13	8/15/2017	2,057,738.56	186,218.00	51,443.46	134,774.54	1,922,964.02
14	2/15/2018	1,922,964.02	186,218.00	48,074.10	138,143.90	1,784,820.13
15	8/15/2018	1,784,820.13	186,218.00	44,620.50	141,597.50	1,643,222.63
16	2/15/2019	1,643,222.63	186,218.00	41,080.57	145,137.43	1,498,085.19
17	8/15/2019	1,498,085.19	186,218.00	37,452.13	148,765.87	1,349,319.32
18	2/15/2020	1,349,319.32	186,218.00	33,732.98	152,485.02	1,196,834.31
19	8/15/2020	1,196,834.31	186,218.00	29,920.86	156,297.14	1,040,537.16
20	2/15/2021	1,040,537.16	186,218.00	26,013.43	160,204.57	880,332.59
21	8/15/2021	880,332.59	186,218.00	22,008.31	164,209.69	716,122.91
22	2/15/2022	716,122.91	186,218.00	17,903.07	168,314.93	547,807.98
23	8/15/2022	547,807.98	186,218.00	13,695.20	172,522.80	375,285.18
24	2/15/2023	375,285.18	186,218.00	9,382.13	176,835.87	198,449.31
25	8/15/2023	198,449.31	186,218.00	4,961.23	181,256.77	17,192.54
26	2/15/2024	17,192.54	17,622.35	429.81	17,192.54	(0.00)
Total			5,321,422.35	1,378,893.36	3,942,528.99	

City of South Bend, Indiana
Major Moves Fund 412 Interfund Loan to NE Residential TIF Fund 436
Triangle Development
Interfund Loan Amortization Schedule
Updated May 14, 2013, Original March 28, 2011

Maximum Principal - \$2,000,000.00
 Actual Principal-\$1,513,919.83 Capitalized Interest \$44,130.00 Total Loan \$1,558,049.83
 Payments - Semi-annual, beginning August 15, 2014 through February 15, 2029.
 Thirty (30) payments. Interest rate - 2%.

NE Residential TIF Expenditures - #436-1050-460-38-01 (Principal), #436-1050-460-38-02 (Interest)

Major Moves Revenue - #412-0000-399-02-06 (Principal), #412-0000-399-02-07 (Interest)

Payment - \$60,371.00 Project 14J009

Payment Number	Payment Date	Beginning Principal Balance	Total Paid	2% Interest Paid	Principal Paid	2% Unpaid Capitalized Interest	Ending Principal Balance
		1,513,920.00				44,130.00	1,558,050.00
1	8/15/2014	1,558,050.00	60,371.00	15,580.50	44,790.50	0.00	1,513,259.50
2	2/15/2015	1,513,259.50	60,371.00	15,132.60	45,238.41	0.00	1,468,021.10
3	8/15/2015	1,468,021.10	60,371.00	14,680.21	45,690.79	0.00	1,422,330.31
4	2/15/2016	1,422,330.31	60,371.00	14,223.30	46,147.70	0.00	1,376,182.61
5	8/15/2016	1,376,182.61	60,371.00	13,761.83	46,609.17	0.00	1,329,573.44
6	2/15/2017	1,329,573.44	60,371.00	13,295.73	47,075.27	0.00	1,282,498.17
7	8/15/2017	1,282,498.17	60,371.00	12,824.98	47,546.02	0.00	1,234,952.15
8	2/15/2018	1,234,952.15	60,371.00	12,349.52	48,021.48	0.00	1,186,930.67
9	8/15/2018	1,186,930.67	60,371.00	11,869.31	48,501.69	0.00	1,138,428.98
10	2/15/2019	1,138,428.98	60,371.00	11,384.29	48,986.71	0.00	1,089,442.27
11	8/15/2019	1,089,442.27	60,371.00	10,894.42	49,476.58	0.00	1,039,965.69
12	2/15/2020	1,039,965.69	60,371.00	10,399.66	49,971.34	0.00	989,994.35
13	8/15/2020	989,994.35	60,371.00	9,899.94	50,471.06	0.00	939,523.29
14	2/15/2021	939,523.29	60,371.00	9,395.23	50,975.77	0.00	888,547.53
15	8/15/2021	888,547.53	60,371.00	8,885.48	51,485.52	0.00	837,062.00
16	2/15/2022	837,062.00	60,371.00	8,370.62	52,000.38	0.00	785,061.62
17	8/15/2022	785,061.62	60,371.00	7,850.62	52,520.38	0.00	732,541.24
18	2/15/2023	732,541.24	60,371.00	7,325.41	53,045.59	0.00	679,495.65
19	8/15/2023	679,495.65	60,371.00	6,794.96	53,576.04	0.00	625,919.61
20	2/15/2024	625,919.61	60,371.00	6,259.20	54,111.80	0.00	571,807.80
21	8/15/2024	571,807.80	60,371.00	5,718.08	54,652.92	0.00	517,154.88
22	2/15/2025	517,154.88	60,371.00	5,171.55	55,199.45	0.00	461,955.43
23	8/15/2025	461,955.43	60,371.00	4,619.55	55,751.45	0.00	406,203.98
24	2/15/2026	406,203.98	60,371.00	4,062.04	56,308.96	0.00	349,895.02
25	8/15/2026	349,895.02	60,371.00	3,498.95	56,872.05	0.00	293,022.97
26	2/15/2027	293,022.97	60,371.00	2,930.23	57,440.77	0.00	235,582.20
27	8/15/2027	235,582.20	60,371.00	2,355.82	58,015.18	0.00	177,567.02
28	2/15/2028	177,567.02	60,371.00	1,775.67	58,595.33	0.00	118,971.69
29	8/15/2028	118,971.69	60,371.00	1,189.72	59,181.28	0.00	59,790.41
30	2/15/2029	59,790.41	60,388.32	597.90	59,790.42	0.00	(0.00)
Total			1,811,147.32	253,097.32	1,558,050.00	44,130.00	



Department of
Community Investment

Redevelopment Commission Agenda Item

DATE: April 27, 2017
FROM: Patrick C. Kerr, Ph.D., P.E., Director of Redevelopment Engineering
SUBJECT: Budget for Eddy Traffic Study

PURPOSE OF REQUEST:

In working with Redevelopment staff, Public Works has identified a need to analyze and project traffic impacts caused by future development south of Eddy Street Commons.

The budget funds will be utilized for engineering services in the form of a traffic impact study. Staff requests approval of \$15,000 from the REDA for the project.

INTERNAL USE ONLY: Project Code: TBD
Total Amount new/change (inc/dec) in budget: _____; broken down by:
Acct # 429-1050-460-31.02 Amt: \$15,000; Acct # _____ Amt: _____;
Acct # _____ Amt: _____; Acct # _____ Amt: _____;
Going to BPW for Contracting? Y/N Is this item ready to encumber now? No
Existing PO# _____ Inc/Dec \$ _____





Department of
Community Investment

Redevelopment Commission Agenda Item

DATE: April 27, 2017
FROM: Patrick C. Kerr, Ph.D., P.E., Director of Redevelopment Engineering
SUBJECT: Budget for SSSA Public Works Infrastructure Projects

PURPOSE OF REQUEST:

In working with Redevelopment staff, Public Works has identified a list of improvement projects that will enhance access and create a more positive environment for business development and expansion. The improvement projects are:

1. Erskine Area Drainage Improvements
2. South Well Field Improvements

The budget funds will be utilized for project engineering and implementation, including construction inspection. Staff requests approval of \$2.0 Million from the SSSA for the above projects.

INTERNAL USE ONLY: Project Code: **TBD** _____
Total Amount new/change (inc/dec) in budget: _____; broken down by:
Acct # **430-1050-460-xx.xx** Amt: **\$2,000,000**; Acct # _____ Amt: _____;
Acct # _____ Amt: _____; Acct # _____ Amt: _____;
Going to BPW for Contracting? Y/N Is this item ready to encumber now? **No** _____
Existing PO# _____ Inc/Dec \$ _____





Department of
Community Investment

Redevelopment Commission Agenda Item

DATE: April 24, 2017
FROM: Chris Dressel, Staff *cd*
SUBJECT: Contract Amendment for Environmental Services – Hull & Associates

PURPOSE OF REQUEST:

Staff is seeking approval of the attached contract amendment from Hull & Associates, Inc. in the amount of \$13,390 for professional engineering/environmental services to address activities south of Indiana Avenue and adjacent to Area A (the former Studebaker/current Ignition Park site) as a continuation of ongoing activities consistent with enrollment in the IDEM Voluntary Remediation Program (VRP). Following approval, work is expected to start 2-3 weeks after approval. The specific components of the proposal are summarized as follows:

Task 1: Conduct Sub-Slab and Indoor Air Sampling

- Installation of six (6) sub-slab vapor pins at the Site;
- Collection of eleven (11) sub-slab vapor and indoor air samples

Task 2: Install New Monitoring Wells

- Installation of three (3) monitoring wells

Task 3: Conduct Additional Groundwater Sampling

- Collection of ten additional (10) groundwater samples during the next two quarterly sampling events
- Disposal of groundwater or soil cuttings that are assumed to be hazardous.

Task 4: Complete Letter Report

Staff requests your approval of this service contract amendment. Please contact me at 235-5847 or cdressel@southbendin.gov if you have any questions.

INTERNAL USE ONLY: Project Code: J298
 Total Amount new/change (inc/dec) in budget: \$13,390; broken down by:
 Acct # 32410504 Amt: 13,390; Acct # _____ Amt: _____;
 Acct # _____ Amt: _____; Acct # _____ Amt: _____;
 Going to BPW for Contracting? Y/N Is this item ready to encumber now? _____
 Existing PO# 229464 Inc/Dec \$ 13,390





April 25, 2017

Mr. Chris Dressel
Brownfield Coordinator
City of South Bend Department of Community Investment
227 West Jefferson Blvd., Suite 1400 S
South Bend, Indiana 46601

RE: Addendum to Existing Contract to Conduct Sub-Slab and Indoor Air Sampling, Monitoring Well Installation; and Groundwater Sampling; Southwest of Ignition Park (the Former Studebaker Complex), South Bend, Indiana (the Site); SBI075.300.0003.

Dear Mr. Dressel:

Hull & Associates, Inc. (Hull) is pleased to present the City of South Bend Redevelopment Commission (Client) the following addendum to our original proposal to provide professional engineering services for the above referenced project. The purpose of this document is to establish the Scope of Work as we understand it and to provide a fee schedule for the project.

The Site, known as Ignition Park, and formerly known as the Studebaker Complex, is enrolled in the Indiana Department of Environmental Management (IDEM) Voluntary Remediation Program (VRP). The Scope of Work entails sampling sub-slab vapors beneath and indoor air from within off-Site structures; installing monitoring wells in vacant City-owned property south of Indiana Avenue; additional groundwater monitoring efforts on a quarterly basis for two additional quarters; and preparation of a report summarizing sub-slab vapor and indoor air at adjacent properties.

Task 1 Sub-Slab Vapor and Indoor Air Sampling

Recent temporary groundwater and soil gas sampling completed upgradient of the Site identified that groundwater exhibiting concentrations of chlorinated VOCs at concentrations exceeding groundwater to indoor air screening levels is present in the vicinity of occupied structures south of Indiana Avenue. To evaluate the extent to which a complete exposure pathway exists in this vicinity, IDEM has requested paired sampling of sub-slab vapors and indoor air from beneath privately-owned property adjacent to and immediately west of City-owned property south of Indiana Avenue between Scott Street and Kendall Street.

It is proposed that three sub-slab vapor probes will be installed through the building floor slab in each of two commercial structures to further evaluate the vapor intrusion exposure pathway. A hammer drill will be used to drill through the concrete slab into the underlying sub-base material. Drilling cuttings and dust will be removed from the hole and a Vapor Pin™ installed. The locations of the vapor probes will be determined upon entry into the structure, but will be directed toward the areas where spaces appear to be occupied either at ground surface or within basements at the structures. Hull will coordinate the installation and sampling schedule with the respective owners. Paired indoor air samples will be collected simultaneously with the sub-slab vapor samples. The samples will be collected in a time weighted period of approximately 8 hours.

Samples for VOC analysis will be collected using 6-liter (interior sub-slab vapor samples) capacity Summa™ canisters fitted with a laboratory-calibrated flow regulator sized to allow the collection of a sample over an 8-hour period from the sub-slab probes. Paired indoor air samples will be collected from a minimum of two locations at each structure on the same days as samples are collected from the sub-slab vapor pins. In addition, prior to sample collection, sub-slab vapor purging will be conducted at a maximum flow rate of 0.1 L/min. The sample tubing will be purged with a vacuum pump or syringe until a volume of air approximately twice the tubing volume is evacuated in order to remove potentially stagnant air from the internal volume of the soil gas probe and ensure that representative soil gas is obtained. The sample tubing will then be attached to the Summa™ canister and the canister valve opened. The vacuum in the Summa™ canister will be measured and

Mr. Chris Dressel
April 25, 2017
SBI075.300.0003
Page 2

recorded immediately prior to canister deployment. The canister vacuum will be monitored and recorded periodically during the sample collection period.

The soil gas samples will be analyzed by ALS Laboratory Group in Holland, Michigan or Cincinnati, Ohio using the U.S. EPA's TO-15 gas chromatograph/mass spectrometer (GC/MS) methodology for VOCs. Quality control/quality assurance (QC/QA) measures implemented during the soil gas sampling event will include maintaining a minimum residual negative pressure in the Summa™ canisters of approximately 1 to 5 inches of mercury following sample collection.

A brief summary report will be prepared with the intent that the results will be shared with IDEM following internal discussions between the City, Hull, and outside counsel.

Task 2 Install New Monitoring Wells

Additional monitoring wells are proposed at City-owned property south of Indiana Avenue to evaluate the concentrations of tetrachloroethylene (PCE) in groundwater upgradient of Ignition Park, and to better delineate an apparent source of PCE in groundwater underlying Ignition Park. This cost estimate assumes three shallow monitoring wells will be installed.

Hull will work with the drilling subcontractor, the property owners, and the appropriate City and St. Joseph County authorities to arrange for access for the work and to clear utilities and to prepare appropriate permits for drilling in the right-of-way, if necessary. Drill cuttings and sample purge and decontamination water will be containerized and placed at a location designated by the City.

Soil borings associated with the proposed monitoring wells will be drilled using 4.25-in., inside-diameter hollow-stem augers and continuously sampled using 24-in. split-spoon samplers to the appropriate depth based on conditions encountered during drilling (currently proposed to be approximately 30 feet below grade). The final locations of the monitoring wells may be modified based on field observations. Soil samples will be screened with a photoionization detector (PID) during soil boring logging to evaluate for the presence of soil contamination, and select soil samples will be submitted for laboratory analyses as part of the monitoring well installation.

Monitoring wells will be constructed of two-inch inside diameter Schedule 40 PVC slotted screens and risers. Once the targeted depth has been reached, the well column will be slowly lowered to the base of the borehole. A clean silica quartz sand filter pack will be placed around the screen and will extend no more than two feet above the top of the screen. Sodium bentonite chips or pellets will then be placed on top of the sand pack to a depth of approximately three feet below ground surface. The remaining three feet will be filled with concrete to anchor a flush-mount manhole completed at the ground surface.

Monitoring wells will be developed following installation to remove fines that may have entered the well screen or filter pack during installation. Well development activities will continue until pH, temperature, and conductivity have stabilized for three consecutive well volumes, or until five well volumes have been removed, whichever is greater. Development waters will be collected and stored in a DOT approved 55-gallon drum. Costs to remove, transport, and dispose of approximately 8 55-gallon drums of containerized groundwater and drill cuttings (which are presumed to be non-hazardous) are included in this task. Containerized groundwater and drill cuttings will be sampled and appropriately characterized for proper disposal following installation and sampling activities.

After the new monitoring wells are installed, passive diffusion bags (PDBs) will be placed in the monitoring wells to allow for future sampling events consistent with the scope of groundwater sampling efforts

currently completed at other monitoring wells at Ignition Park. Groundwater samples will be collected from the newly-installed PDBs as described below.

Following the installation of the new monitoring wells, the top of casing and ground elevations of the new wells will be surveyed so that the groundwater elevations measured in these wells can be compared relative to the other wells in the monitoring network. Costs include a surveying event from Jones Petrie Rafinski to tie the new wells into the monitoring network.

Task 3 Additional Quarterly Groundwater Sampling Costs

Beginning with the subsequent quarterly groundwater sampling event in June 2017, or immediately following sub-slab vapor and indoor air sampling activities, whichever occurs immediately following monitoring well installation activities described in Task 2 above, groundwater samples will be collected from the newly-installed monitoring wells south of Indiana Avenue. Groundwater samples will be collected and submitted to the laboratory for VOC analysis using U.S. EPA Method 8260 consistent with the sampling regime currently employed at Ignition Park pursuant to the current contract. Duplicate samples will be collected at randomly selected monitoring well locations. Field/equipment blanks will also be collected and submitted along with a trip blank for analysis as part of QA/QC of field procedures. Purge and decontamination waters, if generated, will be collected and stored in U.S. DOT-approved 55-gallon drums and appropriately disposed as presented in Task 2 above. Laboratory analytical subcontractor costs for this Task include the cost of replacing PDBs during each quarterly sampling event at each well.

A brief draft letter report documenting the results of each quarterly sampling event will be prepared and submitted to the Client for review. Once the draft letter report is reviewed by the Client and finalized by Hull, a copy will be submitted to the IDEM VRP.

Task 4 Letter Report

Hull will provide a brief letter report detailing the sub-slab vapor and indoor air sampling activities. The letter report will include copies of soil gas probe construction diagrams, field data forms, analytical results and a Site plan. The report will also include recommendations, if necessary, for additional field work to continue or complete the vapor intrusion investigation.

SCHEDULE

Hull will begin sampling and well installation activities as soon as is practicable following approval (currently estimated to be within 2-3 weeks).

COMPENSATION

A breakdown of costs is presented in the Task Order included below. The fees have been developed based on our estimate of hours for each labor category expected to be involved in the project. The fees are reflective of the balance of remaining funds from the "Additional Activities" task from the existing contract that have not been expended. The portion of the "Additional Activities" task that has been spent to date reflects coordination of proposed sub-slab and indoor air sampling events; meeting with off-Site property owners; coordination with IDEM; coordination with the City and outside counsel; and the completion of a geophysical survey at City-owned property south of Indiana Avenue to evaluate for the presence of utilities and/or preferential pathways for the migration of chemicals of concern from potential source areas. Also, as we have discussed, a \$10,000 portion of the General Consulting Services contract between Hull and the City will be used to defray the costs of this Addendum. The project will be billed on a four-week basis with payment due to Hull within thirty days after receipt of an invoice.

ADDITIONAL WORK

Additional work beyond the Scope of Work defined herein shall not be performed until such time as an

Mr. Chris Dressel
April 25, 2017
SBI075.300.0003
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amendment to this proposal, including the scope of the additional work and associated costs, has been prepared in writing to address the additional work and said amendment has been approved by the Client in writing.

Specific items not within the Scope of Work on this project include, but are not limited to the following:

1. Installation of more than six (6) sub-slab vapor pins at the Site;
2. Collection of more than eleven (11) sub-slab vapor and indoor air samples to be analyzed for VOCs in accordance with U.S. EPA Method TO-15;
3. collection of more than 10 groundwater samples (including QA/QC samples), during the next two quarterly sampling events, to be analyzed for VOCs in accordance with U.S. EPA Method 8260; and
4. disposal of groundwater or soil cuttings that are determined to be hazardous.

No amendment to this proposal shall be required in situations where additional work may be necessary, as a result of unanticipated or unidentified conditions including, but not limited to, the presence of unidentified or mislocated buried utilities, structures, or objects and unanticipated hazardous materials and/or hazardous or dangerous circumstances, to complete previously identified tasks. Hull shall be compensated for the actual time spent performing this additional work and other direct expenses and subcontractor fees at the billing rates outlined in Table 2.

STANDARD OF CARE AND LIMITATIONS

Hull shall perform its services using that degree of care and skill ordinarily exercised under similar conditions by reputable members of its profession practicing in the same or similar locality at the time of service. No other warranty, expressed or implied, is made or intended by our proposal or by our oral or written reports. The work will not attempt to evaluate past or present compliance with federal, state, or local environmental or land use laws or regulations. Conclusions presented by Hull regarding the Site to be investigated shall be consistent with the Scope of Work, level of effort specified, and investigative techniques employed. Reports, opinions, letters and other documents will not evaluate the presence or absence of any compound or parameter not specifically analyzed and reported. The presence of radiation, radon, lead, electromagnetic fields, and indoor air pollution will not be investigated, unless specifically stated in the scope of work. Hull makes no guarantees regarding the completeness or accuracy of any information obtained from public or private files or information provided by subcontractors.

Again, thank you for the opportunity to conduct additional Phase II ESA activities at Ignition Park. Please call me at (800) 241-7173 if you have any questions. If you approve of this proposal, please sign the attached Task Order form and return it to my attention.

Sincerely,



Douglas G. Stuart, CHMM
Senior Project Manager

ct: File

TASK ORDER FORM

**TASK ORDER
TO
PROPOSAL FOR PROFESSIONAL SERVICES**

HULL & ASSOCIATES, INC.

TASK ORDER NO: 002
HULL PROJECT CODE: SBI075
PROPOSAL NUMBER: SBI075.300.0003

Subject to the terms and conditions of the above referenced Contract, the Consultant agrees to perform the following Scope of Work as follows:

Install permanent monitoring wells to evaluate the off-Site (i.e., upgradient) plume of chlorinated VOCs at the Ignition Park Property located south of Indiana Avenue; South Bend, Indiana; collect and analyze sub-slab vapor and indoor air samples; and prepare a brief summary report; as further described in Hull document number SBI075.300.0003 dated April 25, 2017.

Task 1: Sub-Slab and Indoor Air Sampling	\$8,134
Task 2: Install New Monitoring Wells	13,618
Task 3: Additional Groundwater Sampling Costs	1,670
Task 4: Letter Report	<u>3,890</u>
Subtotal	\$27,312
Less: Balance from "Additional Activities" Task	(3,922)
Less: Balance from General Consulting Contract	<u>(10,000)</u>
TOTAL ADDENDUM REQUESTED	\$13,390

NUMBER OF COPIES OF DELIVERABLE: as required for IDEM and Client needs

ESTIMATED TOTAL COST: \$13,390

HULL & ASSOCIATES, INC. PROJECT CONTACT: Doug Stuart

CLIENT PROJECT CONTACT: Mr. Chris Dressel

CLIENT AUTHORIZATION: _____ DATE: _____

(Please return one signed original to Hull & Associates, Inc.'s Project Contact and retain one signed original for Client's records).