



FRED BUCHOLZ

DUPAGE COUNTY RECORDER

AUG. 30, 2018

8:59 AM

OTHER

\$68.00 07-03-402-027

**PIN:
07-03-402-027**

**ADDRESS:
1420 WEST DIEHL ROAD
NAPERVILLE, IL 60563**

**PREPARED BY:
CITY OF NAPERVILLE
LEGAL DEPARTMENT
630/420-4170**

042 PAGES R2018-081773

**RETURN TO:
CITY OF NAPERVILLE
CITY CLERK'S OFFICE
400 SOUTH EAGLE STREET
NAPERVILLE, IL 60540**

PZC Case #18-1-019

ORDINANCE NO. 18 - 092

**AN ORDINANCE APPROVING A
CONDITIONAL USE IN THE OCI (OFFICE, COMMERCIAL AND INSTITUTIONAL)
ZONING DISTRICT TO ALLOW AN AGE-RESTRICTED, MULTI-FAMILY BUILDING,
A CONDITIONAL USE FOR
A PLANNED UNIT DEVELOPMENT, AND A PRELIMINARY PLANNED UNIT
DEVELOPMENT PLAT, WITH DEVIATIONS TO SECTION 6-9-3, SECTION 6-7F-5,
AND SECTION 6-7F-8 OF THE NAPERVILLE MUNICIPAL CODE
FOR MCDOWELL POINT**

WHEREAS, AG Investors III, L.L.C. (hereinafter referenced as "Owner" or "Petitioner") is the owner of real property located at 1420 E. Diehl Road, Naperville Illinois, legally described on Exhibit A and depicted on Exhibit B ("Subject Property"); and

WHEREAS, Petitioner is proposing the development of an age-restricted 174-unit multi-family residential building on the Subject Property anticipated to be known as McDowell Point; and

WHEREAS, the Subject Property is currently zoned ORI (Office, Research, and Light Industry); and

WHEREAS, the Petitioner has petitioned the City of Naperville for rezoning of the Subject Property to OCI (Office, Commercial and Institutional); and

WHEREAS, subject to approval of said rezoning by separate ordinance ("Rezoning Ordinance"), Petitioner seeks approval of a conditional use in the OCI zoning district to allow for an age-restricted, multi-family building in accordance with Section 6-7F-3 of the Naperville Municipal Code and for approval of a conditional use to establish a planned unit development and a preliminary PUD plat for McDowell Point, including deviations to the following sections of the Naperville Municipal Code: (i) Section 6-9-3 (Schedule of Off Street Parking Requirements) to allow for a decrease in the number of required off-street parking spaces from 392 spaces to 304 spaces; (ii) Section 6-7F-5 (OCI, Area Requirements) to allow for a decrease in the required minimum lot area from 2,600 square feet per dwelling unit to 2,068 square feet per dwelling unit; and (iii) Section 6-7F-8 (OCI, Height Limitations/Bulk Regulations) to increase the permitted maximum height of the proposed building to be constructed on the Subject Property from 43 feet to 54 feet, 8 inches; and

WHEREAS, on May 16, 2018, the Planning and Zoning Commission conducted a public hearing concerning PZC 18-1-019 to consider the Petitioner's requests for the Subject Property, and recommended approval of Petitioner's requests; and

WHEREAS, the City Council finds that subject to the terms and conditions set forth and referenced herein, the requested conditional use to allow for a multi-family building in accordance with Section 6-7f-3 of the Naperville Municipal Code meets the Standards for Conditional Uses as provided in **Exhibit C** attached hereto; and

WHEREAS, the City Council finds that subject to the terms and conditions set forth and referenced herein, the requested conditional use to establish a planned unit development and a preliminary planned unit development (PUD) plat for the Subject

Property meets the Standards for Granting a PUD as provided in **Exhibit D** attached hereto; and

WHEREAS, the City Council finds that subject to the terms and conditions set forth and referenced herein, the requested deviations to Sections 6-9-3, 6-7F-5, and 6-7F-8 of the Naperville Municipal Code meet the Standards for Approving a PUD Deviation as provided in **Exhibit E** attached hereto; and

WHEREAS, the conditional uses and deviations described herein are approved subject to the following conditions and covenants: (1) the terms and conditions set forth and referenced herein; (2) the provision of sidewalks on the Subject Property as described in Section 8 herein; (3) grants of easements to the City on the Subject Property as described in Section 9 herein; (4) approval of an Age Restriction Covenant as referenced in Section 10 herein at the time as the ordinance approving the Final Planned Unit Development Plat for the Subject Property is considered, and recordation of said Covenant with the DuPage County Recorder prior to recordation of the Final Planned Unit Development Plat for the Subject Property; (5) provision of parking and lease requirements as set forth in Section 4 herein; and (6) ownership of the Subject Property at all times by a single person or entity; and

WHEREAS, the provisions of this Ordinance shall be binding upon the Owner and its successors, assigns, and transferees; and

WHEREAS, subject to the terms and conditions set forth and referenced herein, and subject to approval of rezoning of the Subject Property from ORI to OCI, the City Council of the City of Naperville has determined that a conditional use in the OCI (Office, Commercial and Institutional) zoning district, and a conditional use to establish a planned unit

development and a preliminary PUD plat for the Subject Property with the deviations specified above should be approved.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF NAPERVILLE, DUPAGE AND WILL COUNTIES, ILLINOIS, in exercise of its home rule powers, as follows:

SECTION 1: The foregoing Recitals are incorporated herein as though fully set forth in this Section 1. All exhibits referenced in this Ordinance shall be deemed incorporated herein and made part hereof.

SECTION 2: Each of the approvals contained in this Ordinance is subject to and conditioned upon approval of a final planned unit development plat for the Subject Property and strict compliance with the terms and conditions set forth and referenced herein. All terms and conditions set forth and referenced herein shall be binding upon the Owner and Owner's successors, transferees, and assigns.

SECTION 3: A conditional use to establish the McDowell Point Planned Unit Development and the Preliminary Planned Unit Development Plat for McDowell Point, attached to this Ordinance as **Exhibit F**, is hereby approved for the Subject Property, subject to compliance with the following plans:

- Building Elevations for McDowell Point, as **Exhibit G**,
- Preliminary Landscape Plan for McDowell Point, as **Exhibit H**,
- Open Space Exhibit for McDowell Point, as **Exhibit I**,
- Overall Site Plan for McDowell Point, as **Exhibit J**.

SECTION 4: Deviations to the Preliminary Planned Unit Development for McDowell Point as follows are hereby approved:

- i. Section 6-9-3 (Schedule of Off Street Parking Requirements) of the Naperville Municipal Code to allow for a decrease in the number of required off-street parking spaces from 392 spaces to 304 spaces, subject to the parking conditions set forth on **Exhibit K**;
- ii. Section 6-7F-5 (OCI, Area Requirements) of the Naperville Municipal Code to allow for a decrease in the required minimum lot area from 2,600 square feet per dwelling unit to 2,068 square feet per dwelling unit; and
- iii. Section 6-7F-8 (OCI, Height Limitations/Bulk Regulations) of the Naperville Municipal Code to increase the maximum building height from 43 feet to 54 feet, 8 inches.

SECTION 5: School and Park Contributions.

5.1 School Donation. No school contribution shall be required as long as the Subject Property remains an age restricted community in compliance with the age restriction covenant to be approved by the City Council and recorded prior to recordation of a Final Planned Unit Development Plat for McDowell Point.

5.2 Park Donation. As long as the Subject Property remains an age restricted community in compliance with the age restriction covenant to be approved by the City Council upon consideration of the Final Planned Unit Development Plat for McDowell Point, the Owner shall pay to the Naperville Park District \$871,616.60. The City acknowledges that prior to approval of the Final Planned Unit Development Plat for the Subject Property the Owner may provide the City with documentation from the Naperville Park District evidencing an agreement between the Owner and Naperville Park District for payment of an alternate amount which shall be in lieu of the \$871,616.60 referenced above. If an alternate amount is agreed upon, said documentation shall be attached as

an exhibit to the ordinance approving the Final Planned Unit Development Plat for the Subject Property. Payment shall be due prior to recording of the Final Planned Unit Development Plat for the Subject Property. The Owner further acknowledges that the park donation established herein will be verified at the time of the building permit issuance, and if the number of dwelling units in the building exceeds 174 total dwelling units, then the permit applicant shall be charged for additional dwelling units, in accordance with the park donation table in effect at the time the building permit is issued.

SECTION 6: *West Diehl Road Traffic Signal Contribution.* The Owner of the Subject Property shall reimburse the City for fifty percent (50%) of the annual cost of the maintenance and electrical energy charges for the operation of the traffic signal located at the intersection of the West Diehl Road entrance to the Subject Property. Payment shall be made within thirty (30) days of receipt by the Owner of an invoice therefor. If any traffic signal contributions as provided herein are not timely paid, the City shall have the right to lien the Subject Property described in **Exhibit A** which lien may include reasonable attorney's fees (including in-house counsel) and costs of collection, including litigation costs. The responsibility for the Owner to make the payment described in this Section 7 shall remain in effect as long as the traffic signal remains in place, either in its current, or in a modified, configuration.

SECTION 7: *Sidewalks.* The Owner shall install public sidewalks, at the Owner's sole cost, as follows:

7.1 Along the West Diehl Road frontage of the Subject Property from a point beginning from Raymond Drive and extending west along West Diehl Road to terminate immediately east of the main entrance to the Subject Property along West Diehl Road.

7.2. Along the West Diehl Road frontage of the Subject Property, from a point beginning immediately west of the main entrance to the Subject Property to extend to the west property line of the Subject Property, unless an alternative approach for sidewalk installation is agreed upon in writing by the Owner and City Engineer at his reasonable discretion.

7.3 Along the Raymond Drive frontage of the Subject Property. Additionally, the Owner shall install a section of sidewalk on the north side of West Diehl Road connecting the existing sidewalk to the back of curb at the northwest corner of West Diehl Road and Raymond Drive. Said sidewalk connection shall also include pedestrian receiving areas and pedestrian road crossing pavement markings pursuant to Naperville Municipal Code.

7.4 Installation of the sidewalks identified in 7.1 through 7.3 herein shall be completed by the Owner and approved by the City prior to the issuance of any final occupancy permit for the Subject Property.

SECTION 8: Easement Grants. By separate instrument to be approved with the final planned unit development plat for the Subject Property, the Owner shall grant to the City those public utility and drainage easements as set forth in the final engineering plans to be approved by the City Engineer for the Subject Property. Said instrument shall be recorded with the DuPage County Recorder prior to the recordation of the final planned unit development plat and shall be referenced by recordation number on the final planned unit development plat at the time of its recording.

SECTION 9: Age Restriction. Use of the Subject Property is approved on the express condition that it shall, at all times, be owned and operated as an age-restricted community as referenced herein and as set forth in the Fair Housing Amendments Act of

1988 as amended from time to time including but not limited to the provisions of the "Housing for Older Persons Act of 1995" ("HOPA"). An age restriction covenant ensuring the integrity and enforceability of age restrictions for the McDowell Point development shall be submitted for consideration by the City Council concurrently with the submission of a Final Planned Unit Development Plat for the Subject Property. Said covenant shall be recorded prior to recordation of a Final Planned Unit Development Plat for the Subject Property and shall run with the land in perpetuity and bind the Owner and Owner's successors, transferees, and assigns. The Covenant shall be implemented and enforced by the Owner. The Covenant shall run to the benefit of, and according to its terms, and may also be enforced by the City of Naperville, and/or Community Unit School District #204. The Covenant may only be released or modified on written agreement of the Owner, the City and School District #204, which agreement must be approved by not less than a supermajority of the corporate authorities of the City and School District #204 then in office as set forth in **Exhibit L**.

SECTION 10: This Ordinance is subject to all conditions and requirements set forth in Title 6 (Zoning) of the Naperville Municipal Code, as amended, and to all supporting documents and exhibits contained as a part of the record of the public hearing before the Planning and Zoning Commission.

SECTION 11: This Ordinance is subject to all conditions and requirements set forth in the Naperville Municipal Code, as amended from time to time.

SECTION 12: The approvals contained herein are contingent upon: (i) approval of the Rezoning Ordinance; (ii) approval by the City Council of a final planned unit development plat for the Subject Property ("Final Plat"); and (iii) approval by the City Council of an age restriction covenant for the Subject Property which shall be recorded

prior to the Final Planned Unit Development Plat and which shall be referenced on the Final Planned Unit Development Plat. The approvals contained herein may be revoked in accordance with the revocation provisions set forth in the Rezoning Ordinance.

SECTION 13: The City Clerk is authorized and directed to record this Ordinance and its Exhibits with the DuPage County Recorder subject to the condition set forth in Section 14 below.

SECTION 14: This Ordinance shall not be recorded, nor shall the entitlements provided for herein take effect, unless the Rezoning Ordinance for the Subject Property referenced herein has also been approved.

SECTION 15: This Ordinance shall be in full force and effect from and after its passage and approval.

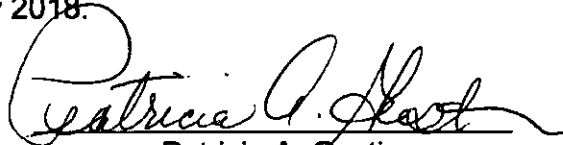
PASSED this 17th day of July 2018.

AYES: BRODHEAD, COYNE, GUSTIN, HINTERLONG, KRUMMEN,
 OBARSKI, WHITE

ABSENT: ANDERSON


RECUSED: CHIRICO

APPROVED this 18th day of July 2018.



Patricia A. Gustin
Mayor Pro Tem

ATTEST:



Pam Gallahue, Ph. D.
City Clerk



EXHIBIT A
LEGAL DESCRIPTION OF SUBJECT PROPERTY

LOT 1 IN MCDOWELL POINT, BEING A PART OF THE SOUTH HALF OF SECTION 3,
TOWNSHIP 38 NORTH, RANGE 9 EAST OF THE THIRD PRINCIPAL MERIDIAN,
ACCORDING TO THE PLAT THEREOF RECORDED SEPTEMBER 22, 2008 AS
DOCUMENT R2008-143214, IN DUPAGE COUNTY, ILLINOIS.

PIN: 07-03-402-027

EXHIBIT G

EXHIBIT B

TOPOGRAPHIC SURVEY

SURVEY PREPARED FOR

PIZUTTI DEVELOPMENT
2001 BATTERFIELD DR., STE. 400
DUNWOODY, GA. 30118

SHEET INDEX

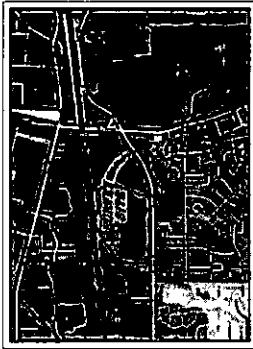
SHEET 1 OF 2	PRIMARY EASEMENT AND SETBACK INFORMATION
SHEET 2 OF 2	TOPOGRAPHIC INFORMATION AND LOT DETAIL

SURVEYOR'S NOTES

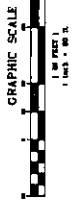
1. DISTANCES ARE MARKED IN FEET AND DECIMAL PLACES THEREOF. NO DISTANCES AND/OR BEARINGS SHOWN IN PARENTS (AS SET) ARE RECORD OR DEED VALUES. NOT FIELD MEASURED.
2. COMPARE THIS PLAN TO MATTERS OF TITLE WHICH MAY BE RECALLED BY A CURRENT TITLE REPORT, EASEMENTS, SETBACKS AND OTHER INSTRUMENTS OF RECORD OR OTHER INSTRUMENTS OF RECORD THAT MAY BE SHOWN.
3. THIS SURVEY IS SUBJECT TO MATTERS OF TITLE WHICH MAY BE RECALLED BY A CURRENT TITLE REPORT, EASEMENTS, SETBACKS AND OTHER INSTRUMENTS OF RECORD OR OTHER INSTRUMENTS OF RECORD THAT MAY BE SHOWN.
4. THE INSTRUMENTS WHICH WERE VISIBLE FROM ABOVE GROUND MONUMENTS AND ALL SERVICE LINES SHOWN HEREON ARE RECALLED BY A CURRENT TITLE REPORT, EASEMENTS, SETBACKS AND OTHER INSTRUMENTS OF RECORD OR OTHER INSTRUMENTS OF RECORD THAT MAY BE SHOWN.
5. THIS SURVEY WAS NOT REFLECTED AS TO THE LOCATION OF MONUMENTS OR OTHER OBSERVATIONS. THERE MAY BE ADDITIONAL DRIVERS OR MONUMENTS THAT HAVE NOT BEEN SHOWN.
6. THIS SURVEY WAS NOT REFLECTED AS TO THE LOCATION OF MONUMENTS OR OTHER OBSERVATIONS. THERE MAY BE ADDITIONAL DRIVERS OR MONUMENTS THAT HAVE NOT BEEN SHOWN.
7. OTHER THAN VISUAL OBSERVATIONS NOTED HEREON, THIS SURVEY WAS CONDUCTED BY MEASURING WITH A TOTAL STATION, A LEVELING ROD, A CHAIN, A STAKE, OR UTILITY LINE. CONVEYED BACKGROUND INFORMATION (EIGHT TOGETHER WITH JULIUS MARKING) IS EMPLOYED TO CORRELATE THE LOCATION OF MONUMENTS, SERVICE AND UTILITY LINES CONTACT JULIE AT 1-800-892-0222 FROM THE LOCATION SHOWN HEREON.
8. THIS SURVEY WAS PREPARED FOR PIZUTTI DEVELOPMENT BASED ON A FIELD SURVEY COMPLETED ON MAY 2, 2016. BEING THE SURVEYING IS DATED APRIL 24, 2016.
9. ALL LAND AREAS SHOWN HEREON WERE DEMARCATED BY GARY R. WESER ASSOCIATES DATED MAY 1, 2016.
10. THIS PROFESSIONAL SERVICE CONFORMS TO THE CURRENT STANDARDS OF PIZUTTI DEVELOPMENT. THIS IS A PROFESSIONAL DESIGN FIRM, REGISTRATION NUMBER 184003336 EXPIRES APRIL 30, 2017.

LEGAL DESCRIPTION

LOT 1 IN THE FINAL PLAN OF SUBDIVISION FOR MCDOWELL POINT, BEING A SUBDIVISION OF PART OF THE SOUTH HALF OF SECTION 3, TOWNSHIP 36 NORTH, RANGE 4 EAST OF THE THIRD RANGE OF ROAD, HUNTER, W. DUPONCE COUNTY, GEORGIA, AS SHOWN ON DOCUMENT #2008-14214, W. DUPONCE COUNTY, GEORGIA, IS ACCORDING TO PARAGRAPH 17, 2008-14214.

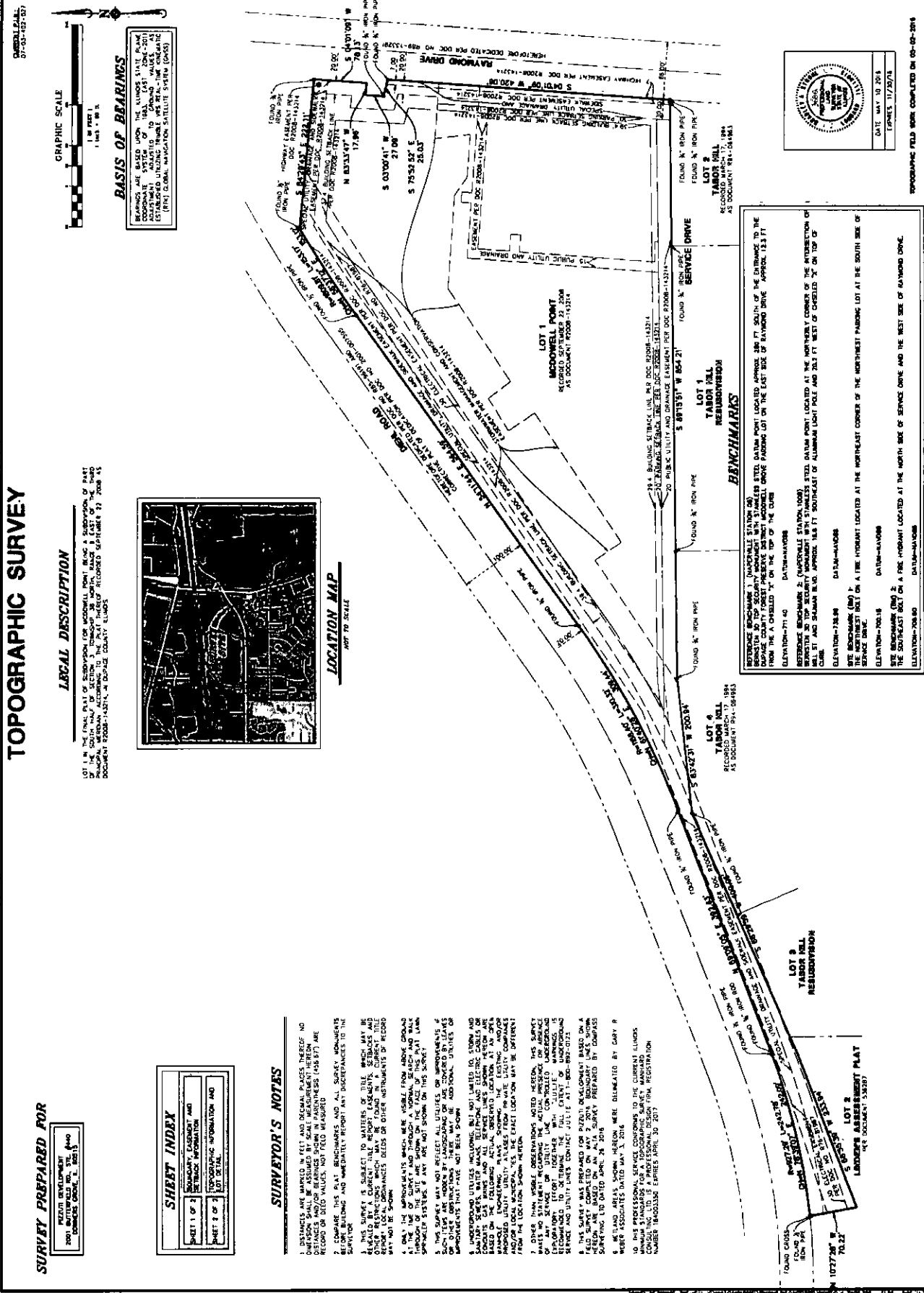


LOCATION MAP
NOT TO SCALE



BASIS OF BEARINGS

BEARINGS ARE BASED UPON THE VIRGINIA STATE PLANE COORDINATE SYSTEM. ALL DISTANCES AND BEARINGS ARE ADJUSTED TO GROUND VALUES. ALL DISTANCES AND BEARINGS ARE ADJUSTED TO GROUND VALUES. ALL DISTANCES AND BEARINGS ARE ADJUSTED TO GROUND VALUES.



TOPOGRAPHIC FIELD WORK COMPLETED ON 05-02-2016
 EXPIRES 11/29/16
 DATE MAY 10 2016

EXHIBIT C

CONDITIONAL USE TO ALLOW MULTIFAMILY IN THE OCI ZONING DISTRICT

a. The establishment, maintenance or operation of the conditional use will not be detrimental to, or endanger the public health, safety and general welfare.

The proposed conditional use will not be detrimental to or endanger public health, safety or the general welfare. The use provides for needed and desirable living options that help create enhanced living opportunities and compliment the surrounding area. Petitioner's proposed development is situated adjacent to the existing Tabor Hills community and will also serve as a transitional use to the high intensity of Diehl and Raymond. Given the nature of Petitioner's development as an age-restricted community, it will have less impact on nearby residences than traditional multi-family uses. Accordingly, the development will include unique features specifically targeted to the needs and desires of the targeted resident population. Given the resident profile and associated lifestyle, external impacts are significantly reduced because there are fewer residents per dwelling unit and residents will utilize community services at non-peak hours. In conclusion, the establishment and maintenance of the age-restricted multi-family community will not be detrimental to or endanger the public health, safety, and general welfare. The proposed age-restricted multi-family community will serve the same purpose, but with significant and material reductions to external impacts (i.e. traffic) on the surrounding community.

b. The conditional use will not be injurious to the use and enjoyment of other property in the immediate area for the purposes already permitted, nor substantially diminish and impair property values within the neighborhood.

The conditional use will provide for the improvement of the Subject Property which will improve property values in the area. As a result the property values in the area will increase as well as the housing stock improved. The conditional use will not be injurious to the use and enjoyment of property in the immediate area nor will it impair property values. The Property is designated for "Office, Research and Development". Under this future land use designation, an industrial zoning designation would be permissible and uses could include things such as medical cannabis

EXHIBIT C

distribution, medical cannabis cultivation, laboratories, manufacturing, assembly and food processing. In real estate, uncertainty regarding future development prospects and the possibility of uses that some may deem incompatible can result in diminution of property values. Through development of the Property, Petitioner will eliminate a large degree of uncertainty from the market and thereby bolster the value of surrounding residential real estate. A multi-family development is an appropriate transitional use between the existing Tabor Hills to the south and more intensive commercial use corridors to the north.

c. The establishment of the conditional use will not impede the normal and orderly development and improvement of the adjacent property for uses permitted in the district.

The proposed development will create the highest and best use of the Subject Property with a harmonious residential use. The conditional use will not impede the normal and orderly development and improvement of the adjacent property for uses permitted in the district. The proposed development is consistent with the trend of development in the area, shares the zoning of incorporated properties immediately adjacent to the Property and will be compatible with the surrounding environs. Lastly, it is important to point out that all surrounding property is already developed.

d. The establishment of the conditional use is not in conflict with the adopted comprehensive master plan.

Establishment of the conditional use is not in conflict with the adopted comprehensive master plan. Under the Northwest Plan, the property is designated for Commercial. Petitioner proposes OCI zoning of the property because the permitted uses in the OCI district are more in keeping with the adjacent residential land uses. The proposed multi-family use is a conditional use in the OCI district. Most recently, the City has approved OCI zoning for Avenida which is a similarly situated project. The proposed conditional use for "multi-family dwellings" is similar in character and compatible with the adjacent Tabor Hills community to the south.

EXHIBIT D

SUMMARY OF DEVELOPMENT

- a. The design of the planned unit development presents an innovative and creative approach to the development of land and living environments.*

The Subject Property is in close proximity to I-88 and is also a short drive to all the conveniences of Route 59, the Cantera development as well as Naperville's downtown area. The location presents an excellent opportunity to create a unique living environment for active seniors. The Petitioner's goal is to provide high quality residences in an intelligently designed living environment. The proposed development will consist of a one hundred and seventy-four (174) unit age-restricted community which will provide a much needed housing opportunity to an underserved segment of Naperville's population who desire an upscale living environment and associated amenities in close proximity to a variety of retail and convenience uses. The proposed development would create a beneficial use of the Subject Property by providing this underserved segment of the housing market with an opportunity to reside in Naperville when a traditional home no longer suits their needs. While Naperville has seen a few "senior housing" projects over the last decade, the senior housing market is diverse and addresses a broad range of wants/needs of the senior population from age 55 through more intensive assisted living. Senior housing communities such as Arbor Terrace or Harbor Chase are built upon a health care model and address seniors with more advanced needs. On the flip side, communities such as Carrillon Club provide single family dwellings in a restricted senior setting that is more attractive to residents in the younger segment of the 55+ population. Petitioner's proposed development will address a slightly older segment of the senior population than Carrillon Club.

EXHIBIT D

The development is functionally designed to meet the needs of its residents. The Property will be developed with one interconnected building. The interconnectivity of the building is essential to the programming of the community and provides residents with access to their daily functions as well as indoor parking, recreation and other amenity areas. The layout allows access to a central courtyard to ensure that each and every resident enjoys safe access to the pool and fitness amenities. Recreational amenities, including activity areas, health facilities, and a pool, are central to the operation of the community. Additionally, the first floor of the building will consist of an indoor parking area accommodating 233 vehicles which will enhance resident safety. A lobby, mail room and leasing office are conveniently located on the west side of the building. The second floor will include a courtyard that will be improved with a pool and associated active recreational amenities for community residents. The proposed development will combine attractive architectural design features, on-site amenities and active management in a zero entry-fee rental community exclusively for the 55+ population in a safe and secure setting. The residences will consist of ninety (90) one-bedroom units, seventy-four (74) two-bedroom units and ten (10) three-bedroom units and will range in size from approximately 758 square feet to 1,680 square feet.

To enhance the surrounding environment, the building was designed to evoke traditional forms and details found in the Naperville community. The proposed architecture provides complementary design. Significant features of the structure are masonry walls, decorative architectural enhancements, recessed balconies, large windows and complimentary trim work and moldings. The exterior materials are predominately brick with stone. These design features have been carried through on all four sides of the building and are utilized in ways that fit within the context of the neighborhood while still delivering a modern building its users demand.

The site is designed with two (2) access points per Naperville standards. The full ingress/egress on Diehl Road is the primary point of access that will serve both residents and guests.

EXHIBIT G

EXHIBIT D

A drop-off area and guest parking is provided at the primary entrance of Diehl Road. To the east will be a secondary point of access from Raymond Drive that will be restricted to right-in / right-out. The parking garage will be accessed from ground level and is anticipated to accommodate one hundred percent (100%) of the residents' parking needs. Additionally, to properly take into account Tabor Hills assisted living community to the south, the building will be setback approximately 37.5 feet from the south property line. In addition, an extensive landscape buffer adjacent to Tabor Hills along the south property line will be installed to enhance the view to the Subject Property, and the site will be heavily landscaped in excess of City requirements.

Lastly, it is important to point out that the Subject Property is triangular in shape, partially occupied by wetlands and includes a creek running east/west. To further enhance the environment, the creek will remain, and the wetlands on-site will be preserved along with the incorporation of new native wetland plantings and the installation of a wetland buffer area. Additionally, the storm water management facilities adjacent to the wetland areas will be constructed with the incorporation of PCBMP's (Post Construction Best Management Practices).

b. The planned unit development meets the requirements and standards of the planned unit development regulations.

The proposed planned unit development meets the requirements and standards of the planned unit development regulations as follows:

- (i) Ownership and Control: The proposed development meets the ownership and control requirements.
- (ii) Area, Lot Width, Yard, and Height/Bulk Requirements: The proposed development meets all lot width and yard requirements. The proposed development requires deviations from the area and height requirements of the OCI zoning district.

EXHIBIT D

- (iii) Common Open Space: Common open space will be included in the development consisting of a pool, fitness area, outdoor decks, socialization areas and recreation areas. Additional outdoor open space areas will be preserved along Diehl Road and Raymond Drive.
 - (iv) Landscaping, Screening, and Tree Preservation: A landscape plan has been submitted in compliance with the City's requirements for landscaping and screening on the Subject Property.
 - (v) Lighting: A lighting plan has been submitted in compliance with the City's lighting requirements.
 - (vi) Pedestrian and Bicycle Circulation: The provisions pertaining to Pedestrian and Bicycle Circulation have been met. The development will include sidewalks and the proposed development will include bicycle parking.
 - (vii) Relationship to Adjoining Land: The proposed use is consistent with adjacent age restricted residential uses and will be complimentary to the surrounding uses.
 - (viii) Density Bonuses: No density bonuses are requested.
 - (ix) Park and School Sites: Park and School donations will be paid pursuant to applicable ordinances.
 - (x) Public Improvements: All public improvements will be provided for as part of the development.
- c. *The physical design of the planned unit development efficiently utilizes the land and adequately provides for transportation and public facilities while preserving the natural features of the site.*

EXHIBIT G

EXHIBIT D

There is a significant change in topography with the southern portion of the Subject Property being higher than the north end. As a result, the on-site storm water detention will be provided along the north and east property lines to efficiently utilize the land. The building will be located on the higher ground towards the southern property line. There are also existing wetlands on-site which will be incorporated into the proposed development plan to insure efficient utilization of the land and enhance the environment. There will also be transportation available to the residents and all public facilities and improvements will be installed as part of the development. Overall, the proposed development greatly enhances the Subject Property and efficiently utilizes the Subject Property which has been vacant and underperforming for many years.

d. *Open Space, outdoor common area, and recreational facilities are provided.*

As stated above, open space, outdoor common areas, and recreational facilities have been incorporated into the development. The open space areas will include safe and secure amenities interior to the building which include a fitness facility, a pool area, socialization areas as well as outdoor open areas on the second floor of the building. Additionally, there will be sidewalks installed as well as two large common area open spaces providing for naturalized plantings and the preservation of wetland areas. Lastly, the property is directly across the street from the Forest Preserve which offers extensive walking paths and seating areas.

e. *The modifications in design standards from the subdivision control regulations and the waivers in bulk regulations from the zoning regulations fulfill the intent of those regulations.*

The design of proposed building exceeds all subdivision control requirements. Additionally, the Petitioner is enhancing the environment and preserving natural features existing

EXHIBIT D

on-site. The waivers from zoning regulations allow Petitioner to provide a unique housing opportunity for those 55 years and older which serves a compelling community need.

f. The planned unit development is compatible with the adjacent properties and nearby land uses.

The proposed use of the Subject Property is consistent with age restricted residential uses to the south and west (Tabor Hills). Additionally, the proposed use is consistent with the Forest Preserve land to the east and will provide a transition from the intensity of the office uses to the north. The proposed development would create a beneficial use of the Subject Property that will provide a housing opportunity to the aging segment of the housing market. The planned unit development's proposed use is compatible with and serves as an excellent transitional use between the existing adjacent residential to the south and east and the business/commercial to north. It is also an excellent synergistic use with the assisted living facility to the south.

g. The planned unit development fulfills the objectives of the comprehensive plan and planning policies of the City.

The proposed development is consistent with the overall objectives of the City to enhance the housing stock for our aging population. The proposed development will allow for underperforming land to be utilized for its highest and best use which will in turn enhance the City's property tax bases while providing a buffer to the adjacent residential uses.

EXHIBIT E

City. In addition, the Petitioner has designed the site in a manner which takes the concerns of the adjacent property including providing extensive landscaping, enclosing the dumpsters and providing the majority of parking interior to the building. The proposed residential use will also serve as a buffer for the residences from the traffic and public transportation along Diehl Road and I-88.

DEVIATION TO REDUCE THE REQUIRED OFF-STREET PARKING FROM 2.25 SPACES PER UNIT TO 1.75 SPACES PER UNIT

a. The requested deviation would not undermine the intent and purpose of the underlying zoning district.

There will be a total of 304 parking spaces provided with 233 of those spaces being inside parking and the remaining 71 being outdoor spaces. Of the total 304 spaces, 44 spaces will be dedicated to guest parking and the remaining 260 spaces will be assigned. The proposed deviation to reduce the required off-street parking from 2.25 to 1.75 spaces per unit is consistent with the purpose and intent of the zoning regulations. The purpose of the off-street parking requirement is to ensure that adequate parking is provided to meet the demand. Accordingly, the Code provides that each property must provide on-site parking to meet the anticipated parking demand, based on the use of the individual property. The City of Naperville code does not consider the nature of residential developments, but instead states 2.25 spaces per unit regardless of how many bedrooms, the specific use or the location of the development.

Furthermore, the recently approved Avenida age restricted development parking needs analysis submitted with that project detailed that the age-restricted nature of the project dictates significantly different parking needs. The Avenida parking needs analysis concluded that 1.13 spaces per unit would be sufficient parking for the proposed project which was approved in 2017. This conclusion was based on both secondary research and a detailed field study of similarly situated projects. Professional publications reviewed for purposes of the Avenida parking needs analysis recommended parking ratios of 1 space per unit, 0.5 spaces per unit and 0.6 spaces per unit. The detailed field study

EXHIBIT E

found a maximum utilization rate among 12 surveyed communities of 0.98 spaces per unit. Avenida's development plans showed a parking ratio of 1.42 spaces per unit. Petitioner's development plans show 1.75 spaces per unit which exceeds what is actually required and what Avenida was recently approved for. As a result, the proposed deviation does not undermine the intent and purpose of the underlying requirement because sufficient parking is provided to meet the specific demand anticipated to be generated by the development.

b. The requested deviation will be a detriment to the provision of municipal services and infrastructure.

Great care was taken in site and building design. The majority of parking areas have been placed internal to the site (233 spaces) and will be regulated. Strict enforcement of this parking requirement would require the Petitioner to install and maintain excess parking areas that will not be used. As a result, the proposed parking deviation will contribute to a development that both offers a superior design and provides environmental benefit by maximizing open space. Absent the proposed deviation, Petitioner would be required to both reduce unit count and provide additional on-site parking. The loss of units will negatively affect the Petitioner's project and thereby affect the ability to provide the level of recreational amenity that is presently contemplated for the community. This diminution in service will negatively impact future residents of the community. Similarly, additional parking would increase development costs, reduce open space, increase storm water requirements and may cause additional tree removals. The construction of additional parking spaces would, according to the aforementioned parking needs analysis, provide no benefit to the residents of the development but would negatively impact the overall design and amenity presently programmed for the community.

c. The requested deviation will contribute to a planned unit development which offers a superior level of design, amenity enhancement, or environmental benefit, or would enhance the community vitality through the inclusion of attainable or barrier fee housing.

EXHIBIT G

EXHIBIT E

This deviation would be virtually undetectable. Someone would have to enter the locked parking area to count the spaces. In addition, the parking study clearly shows that the development will be fully parked.

DEVIATION TO INCREASE THE PERMITTED HEIGHT IN THE OCI ZONING DISTRICT FROM 43' TO 54'8"

a. The requested deviation would not undermine the intent and purpose of the underlying zoning district.

The Subject Property is currently zoned ORI which permits industrial uses along with heights of up to one hundred feet (100'). Upon rezoning to OCI, the Petitioner is proposing a five (5) story building with a maximum height of 54'8" which is considerably less than the 100' tall building Petitioner could currently build in the existing ORI zoning district. As a result Petitioner's request for a height deviation to 54'8" will not alter the essential character of the neighborhood and will actually be a benefit to the adjacent property (Tabor Hills) which will enjoy the benefit of a complimentary adjacent residential use.

b. The requested deviation will be a detriment to the provision of municipal services and infrastructure.

The requested deviation will have no effect on the provisions of municipal service or infrastructure. To the contrary, strict enforcement of this requirement would cause the Subject Property not to be developed in conformance with the highest and best use of the land, but instead with a possible incompatible industrial use. In addition, this situation is unique in that the Subject Property has a unique triangular configuration, is occupied by wetland areas, and is zoned for ORI uses with height allowances of up to one hundred feet (100') while being adjacent to existing residential uses and forest preserve uses not compatible with the existing zoning designation.

c. The requested deviation will contribute to a planned unit development which offers a superior level of design, amenity enhancement, or environmental benefit, or would enhance the community vitality through the inclusion of attainable or barrier free housing.

The deviation, if granted, will help pave the way for a residential development in harmony with

EXHIBIT E

adjacent residential uses and will be the highest and best use of the property with a development that offers superior level of architecture and amenity. Additionally, as the Subject Property is occupied by wetland areas, the requested height deviation will allow the Petitioner to construct the building in a manner that will allow for preservation of the wetland area and enhancement of the environment. To the contrary, if the deviation were not granted the Petitioner may be forced to utilize the property for less desirable commercial or industrial uses which would have a negative effect on the adjacent uses.

DEVIATION TO EXCEED ONE UNIT FOR EVERY 2,600 SQUARE FEET OF LAND AREA

a. The requested deviation would not undermine the intent and purpose of the underlying zoning district.

The lot area requirement is a measurement of density establishing how many dwelling units are permitted on a per acre basis. Density limitations ensure that public facilities, be it utilities, schools, parks, or roadway infrastructure, are not overwhelmed by the number of people output from a development. However, an age-restricted residential development has a substantially different impact on community facilities than would a standard market-rate residential project. This has been widely recognized by the City, the Park District and the School District in the negotiation of impact fees applicable to a development. However, the zoning code has never been updated to reflect the reduced impact an age-restricted development has on the City. For density purposes, the City's zoning ordinance treats a 4-bedroom attached single-family dwelling unit the same as a 1-bedroom age-restricted apartment despite the fact that the impact of these units is disparate.

Petitioner proposes to construct one hundred and seventy four (174) age-restrict multi-family dwelling units on the approximately 8.26 acre Property. Of the 174 units, 90 of the units will be 1-bedroom units, 74 of the units will be 2-bedroom units and 10 will be 3-bedroom units. The selection between 1-bedroom and 2-bedroom units is less indicative of population/unit, but more

EXHIBIT E

indicative of capacity to afford additional space and desire to accommodate a guest room. Because of the unique population and impacts associated with an age-restricted community, the proposed lot area deviation does not undermine the intent and purpose of the underlying zoning district. The proposed lot area deviation will have no negative impact on the provision of municipal services or infrastructure.

The requested deviation is essential to the overall concept of the project. Without a minimum density threshold, the overall concept of the project and the delivery of a cost-effective yet high-quality living environment starts to unravel. Indoor parking is removed from the plan. The clubhouse shrinks. The rooftop courtyard is eliminated. The density of the project is the mechanism that allows the cost of the unique and creative components of the project to be spread across a sufficient number of residential units and that the cost does not negatively affect the viability of the development.

b. The requested deviation will be a detriment to the provision of municipal services and infrastructure.

The requested deviation will have no detriment to municipal services or infrastructure. The property has a unique configuration, is encumbered by wetland areas and is adjacent to two major roadways all of which add additional development challenges and costs. Strict enforcement of this title would cause the property to not be redeveloped.

c. The requested deviation will contribute to a planned unit development which offers a superior level of design, amenity enhancement, or environmental benefit, or would enhance the community vitality through the inclusion of attainable or barrier fee housing.

The deviation if granted will help pave the way for a residential development in harmony with adjacent residential uses which will be the highest and best use of the property. To the contrary, if the deviation were not granted the Petitioner would be forced to utilize the property for less desirable uses which would have a negative effect on the adjacent uses.

EXHIBIT G

McDowell Point - Façade Material Tabulation

Material	Northwest Elevation		West Elevation		East Elevation		North Elevation		South Elevation		Full Bldg Totals	
	Area	% MATL	Area	% MATL	Area	% MATL	Area	% MATL	Area	% MATL	Area	% MATL
Cast Stone Masonry (CS)	1,538.00	11.7%	827.00	8.9%	1,035.00	10.3%	1,104.00	7.7%	2,171.00	12.2%	6,475.00	10.4%
Brick Masonry (BR)	6,478.00	49.3%	3,471.00	49.4%	5,054.00	50.5%	7,439.00	52.0%	10,303.00	57.8%	32,745.00	82.5%
Cement Fiber Plank Siding/Fiber Cement Panel (PS)	2,830.00	20.0%	1,591.00	22.7%	1,448.00	14.5%	2,530.00	17.7%	2,997.00	16.6%	11,168.00	17.8%
Stamped Concrete (CC)	2,107.00	16.0%	967.00	13.8%	1,865.00	18.8%	2,450.00	17.1%	2,380.00	13.4%	9,789.00	16.7%
Metal Louver (LV)	388.00	3.0%	288.00	4.1%	590.00	5.9%	578.00	4.0%	0.00	0.0%	1,850.00	3.0%
Overhead Coiling Door	0.00	0.0%	80.00	1.1%	0.00	0.0%	210.00	1.5%	0.00	0.0%	290.00	0.5%
Total Gross Area	13,148.00		7,024.00		10,012.00		14,309.00		17,821.00		62,316.00	

Stamped Concrete to be Form liner Cast in Place Concrete, sealed to look like Cast Stone Product

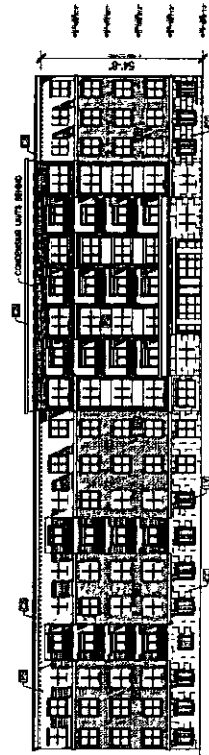
Cement Fiber Plank Siding to be Hardie Plank Siding or Equal

Brick Masonry to be GlensGery Brick Form or Equal

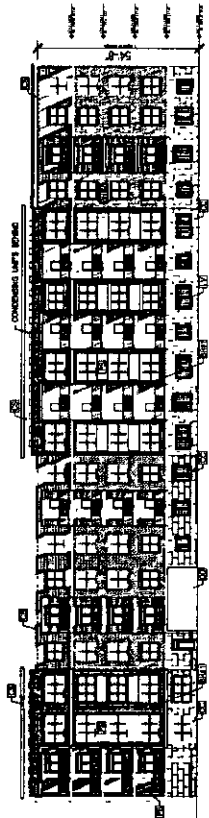
Cast Stone Masonry to be Savannah Stone, Franklin Cast Stone Masonry or Equal

EXHIBIT G

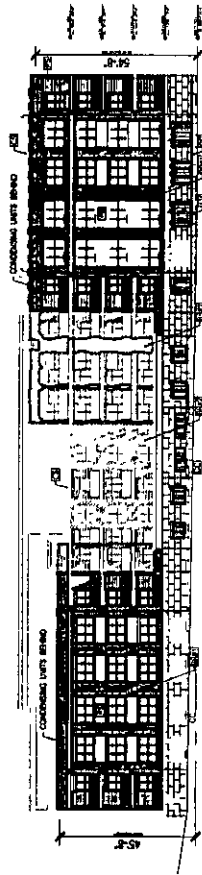
EXHIBIT G



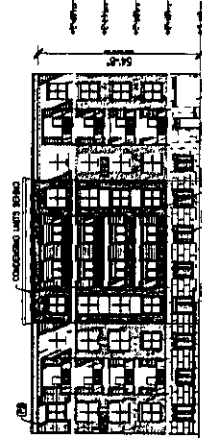
1. NORTH ELEVATION



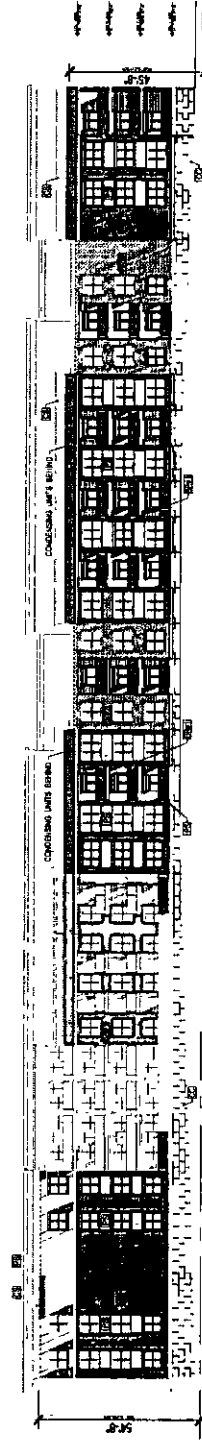
2. NORTHWEST ELEVATION



3. EAST ELEVATION



4. WEST ELEVATION



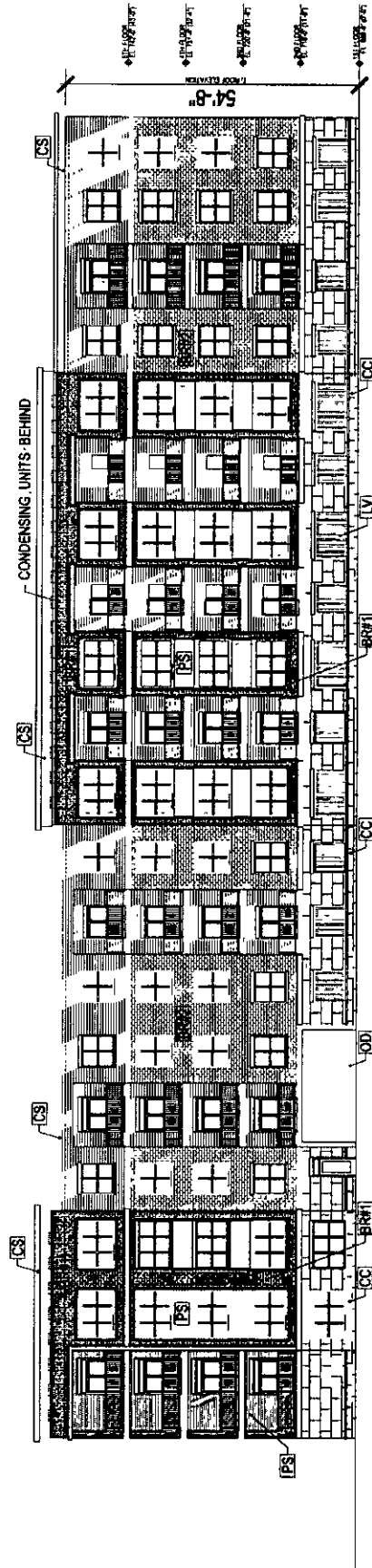
5. SOUTH ELEVATION

MATERIAL NOTES

- CS Cast Stone Masonry
- BR#1 Brick Masonry color #1
- BR#2 Brick Masonry color #2
- PS Cement Fiber Plank Siding / Fiber Cement Panel
- CC Stamped Concrete
- LV Metal Louver
- OD Overhead Colling Door

A9

EXHIBIT G



1. NORTH ELEVATION

MATERIAL NOTES

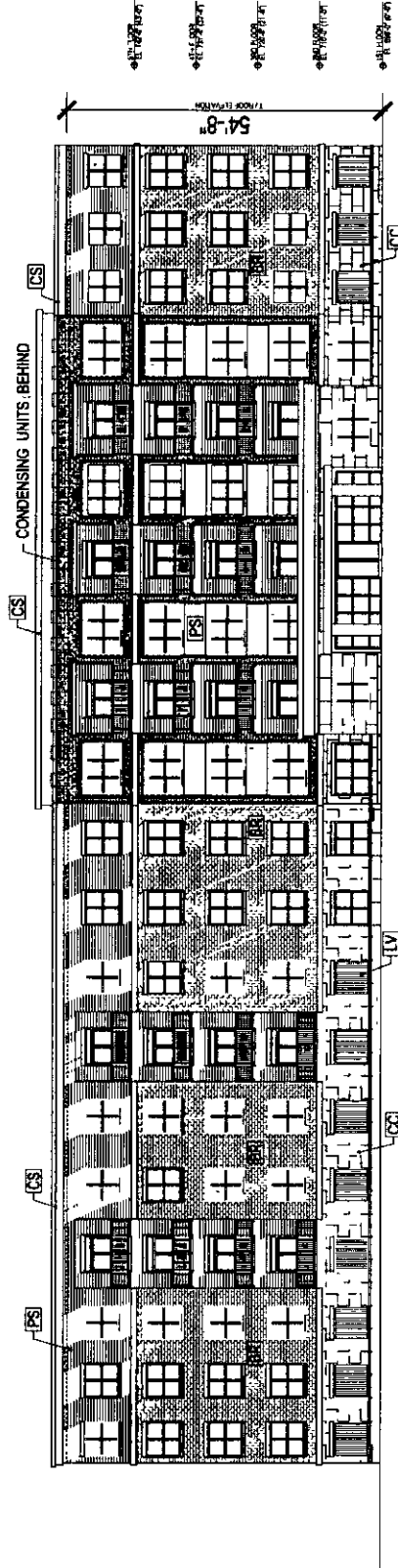
- CS Cast Stone Masonry
- BR#1 Brick Masonry color #1
- BR#2 Brick Masonry color #2
- PS Cement Fiber Plank Siding / Fiber Cement Panel
- CC Stamped Concrete
- LV Metal Louver
- OD Overhead Coiling Door

A10

HUMPHREYS & PARTNERS ARCHITECTS, L.P.
 6334 Fayer Rd. Suite 220 Dallas, TX 75248 | 972.761.8628 | www.humphreys.com

BUILDING ELEVATIONS
 April 11, 2018

McDOWELL POINT
 NAPERVILLE, IL 60563
 HPAN 18175

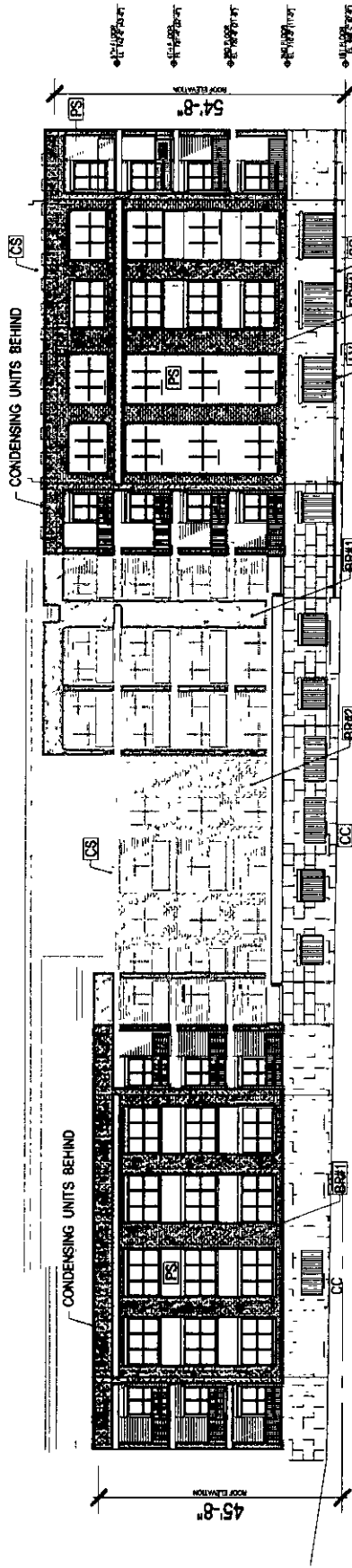


2. NORTHWEST ELEVATION

MATERIAL NOTES

- CS Cast Stone Masonry
- BR#1 Brick Masonry color #1
- BR#2 Brick Masonry color #2
- PS Cement Fiber Plank Siding / Fiber Cement Panel
- CC Stamped Concrete
- LV Metal Louver
- OD Overhead Coiling Door

A11

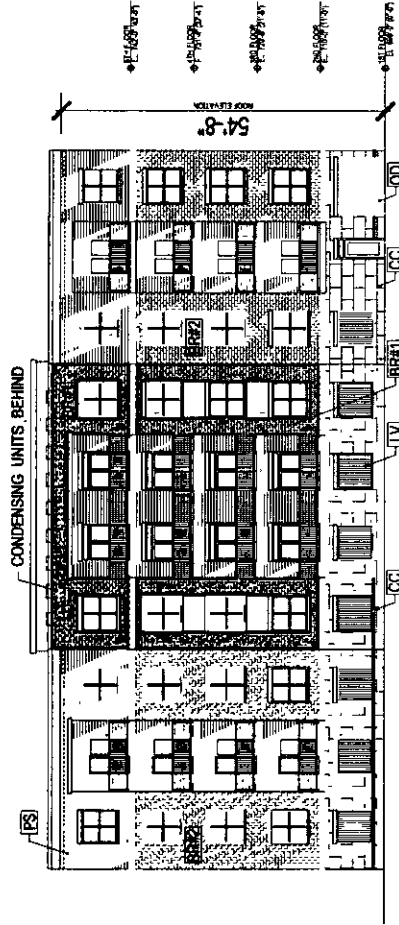


3. EAST ELEVATION

MATERIAL NOTES

- CS Cast Stone Masonry
- BR#1 Brick, Masonry color #1
- BR#2 Brick, Masonry color #2
- PS Cement Fiber Plank Siding / Fiber Cement Panel
- CC Stamped Concrete
- LV Metal Lower
- OD Overhead Colling Door

A12



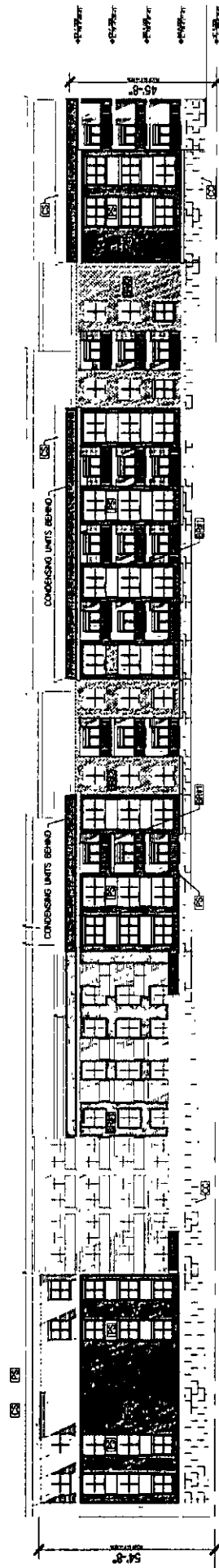
4. WEST ELEVATION

MATERIAL NOTES

- CS Cast Stone Masonry
- BR#1 Brick Masonry color #1
- BR#2 Brick Masonry color #2
- PS Cement Fiber Plank Siding / Fiber Cement Panel
- CC Stamped Concrete
- LV Metal Louver
- OD Overhead Coating Door

A13

EXHIBIT G



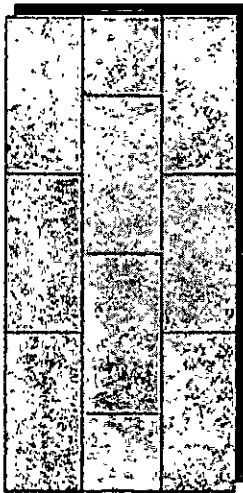
5. SOUTH ELEVATION

MATERIAL NOTES

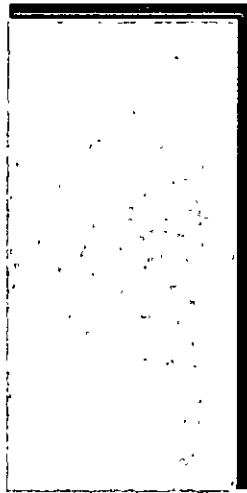
- CS Cast Stone Masonry
- BR#1 Brck. Masonry color #1
- BR#2 Brck. Masonry color #2
- PS Cement Fiber Plank Siding / Fiber Cement Panel
- CC Stamped Concrete
- LV Metal Louver
- OD Overhead Coiling Door

A14

EXHIBIT G



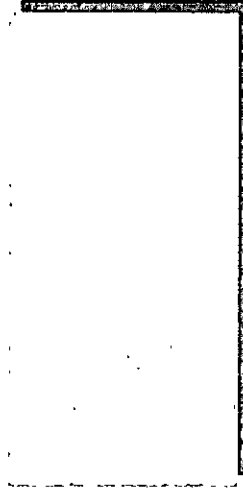
CASTSTONE: ADVANCE ARCHITECTURAL STONE
OR EQUIVALENT
COLOR: SAND STONE



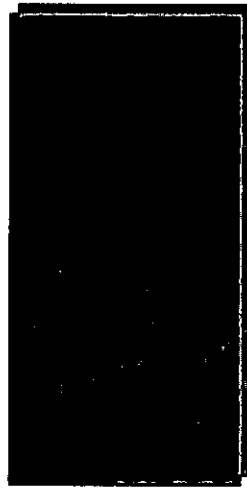
STAMPED CONCRETE:
COLOR: SW 9165 GOSSAMER VEIL



BRICK #1 GLEN - GLEY BRICK OR EQUIVALENT
COLOR: WILMETTE IRONSPOT



CEMENT FIBER PLANK SIDING/ FIBER CEMENT PANEL:
JAMES HARDIE OR EQUIVALENT
COLOR: SW 9166 DRIFT OF MIST



METAL AWNING/ METAL LOUVER/OVERHEAD COILING DOOR
BERRIDGE MANUFACTURING COMPANY OR EQUIVALENT
COLOR: ZINC GREY



BRICK #1 GLEN - GLEY BRICK OR EQUIVALENT
COLOR: WALNUT VELOUR

A15

EXHIBIT G

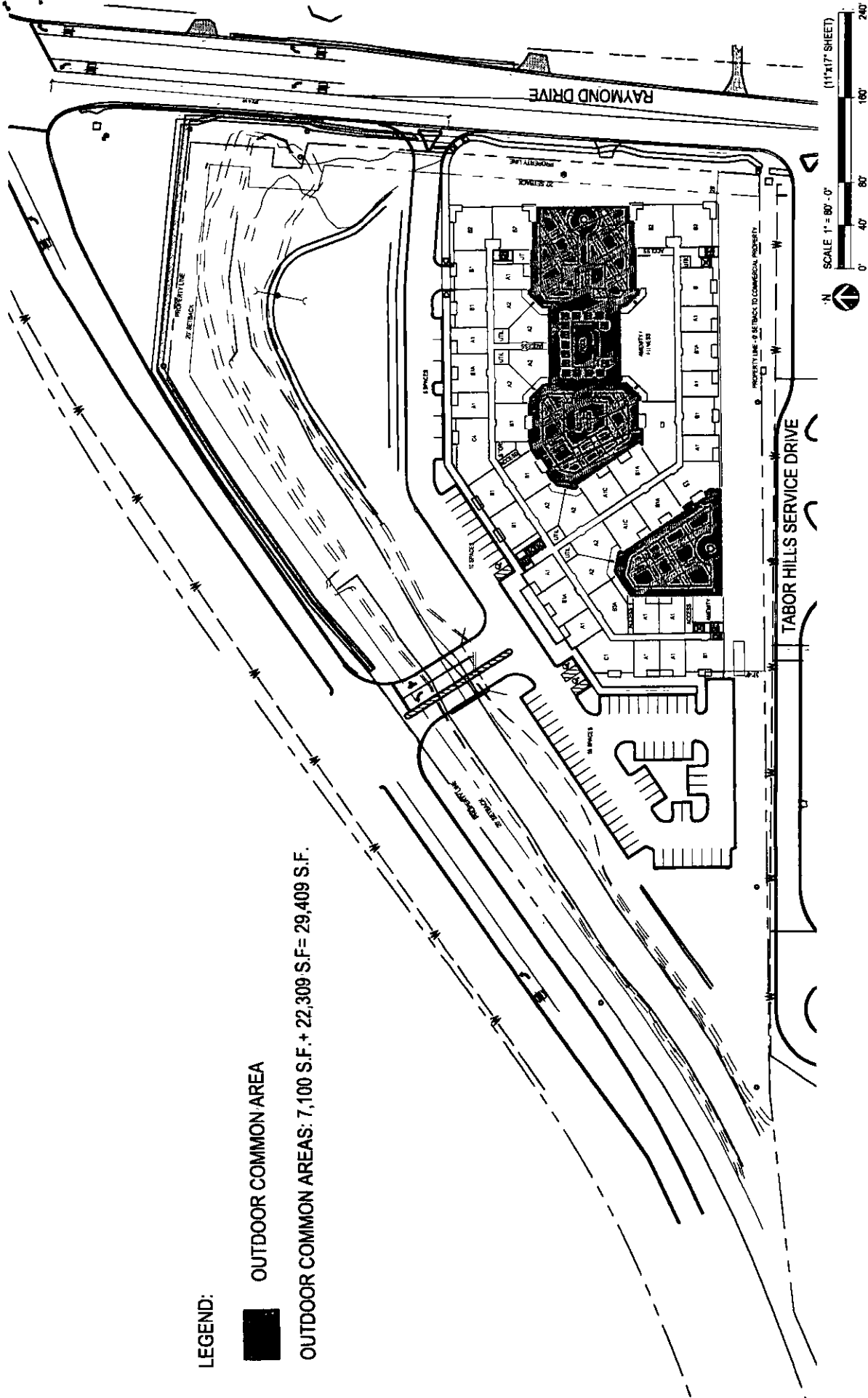
EXHIBIT I

LEGEND:

OUTDOOR COMMON AREA

OUTDOOR COMMON AREAS: 7,100 S.F. + 22,309 S.F. = 29,409 S.F.

EXHIBIT G



McDOWELL POINT
NAPERVILLE, ILL. 60563
1994M 10/15

OPEN SPACE EXHIBITION
April 25, 2018

HUMPHREYS & PARTNERS ARCHITECTS, L.P.
5320 Adams Rd. Suite 300 Dallas, TX 75240 | 972.701.8836 | www.humphreys.com

EXHIBIT J

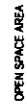
McDowell Point, Naperville IL		2/26/18	
SITE METRIC / UNIT TABULATION			
UNIT NAME	UNIT TYPE	RENTABLE AREA (NET)	OVERALL UNIT MIX
A1A	1BR/1BA	758	45
A2	1BR+DEN/1BA	938	36
A3	1BR+DEN/1BA	1001	6
A4	1BR/1BA	968	3
B1	2BR/2BA	1050	34
B1A	2BR/2BA	1146	18
B2	2BR/2BA	1282	14
B3	2BR/2BA	1245	4
C1	3BR/3BA	1496	4
C2	3BR/3BA	1365	3
C3	3BR/3BA	1818	3
C4	3BR/3BA	1680	4
TOTALS			174
SITE ACREAGE:		8.20 ACRES	
DENSITY:		21.07 UNITS/ACRE	
PARKING:	PROVIDED	233 GARAGE SPACES	
		71 SURFACE SPACES	
		1.75 PARKING SPACES/UNIT	

CURRENT FLOOR AREA RATIO 0.7 (MAX. REQUIRED. 1.5)
 TOTAL FLOOR AREA: 251,863 S.F.
 (NOT INCLUDING 84,439 S.F. GARAGE AREA)
 CURRENT OPEN SPACE: 71.1% (255,654 S.F.)
 (MIN. REQUIRED 35%)

DEFINITIONS

FLOOR AREA RATIO: THE NUMERICAL VALUE OBTAINED BY DIVIDING THE FLOOR AREA WITHIN A BUILDING OR STRUCTURE ON A LOT BY THE AREA OF SUCH LOT. THE FLOOR AREA RATIO, AS SPECIFIED FOR EACH ZONING DISTRICT, WHEN MULTIPLIED BY THE AREA OF THE LOT IN SQUARE FEET SHALL DETERMINE THE MAXIMUM PERMISSIBLE FLOOR AREA FOR THE BUILDING OR STRUCTURE ON THE LOT.

OPEN SPACE: THAT PORTION OF A LOT OR PARCEL OF LAND UNOCCUPIED BY BUILDINGS, STRUCTURES, RIGHTS-OF-WAY AND OFF-STREET PARKING OR LOADING FACILITIES.



OPEN SPACE AREA

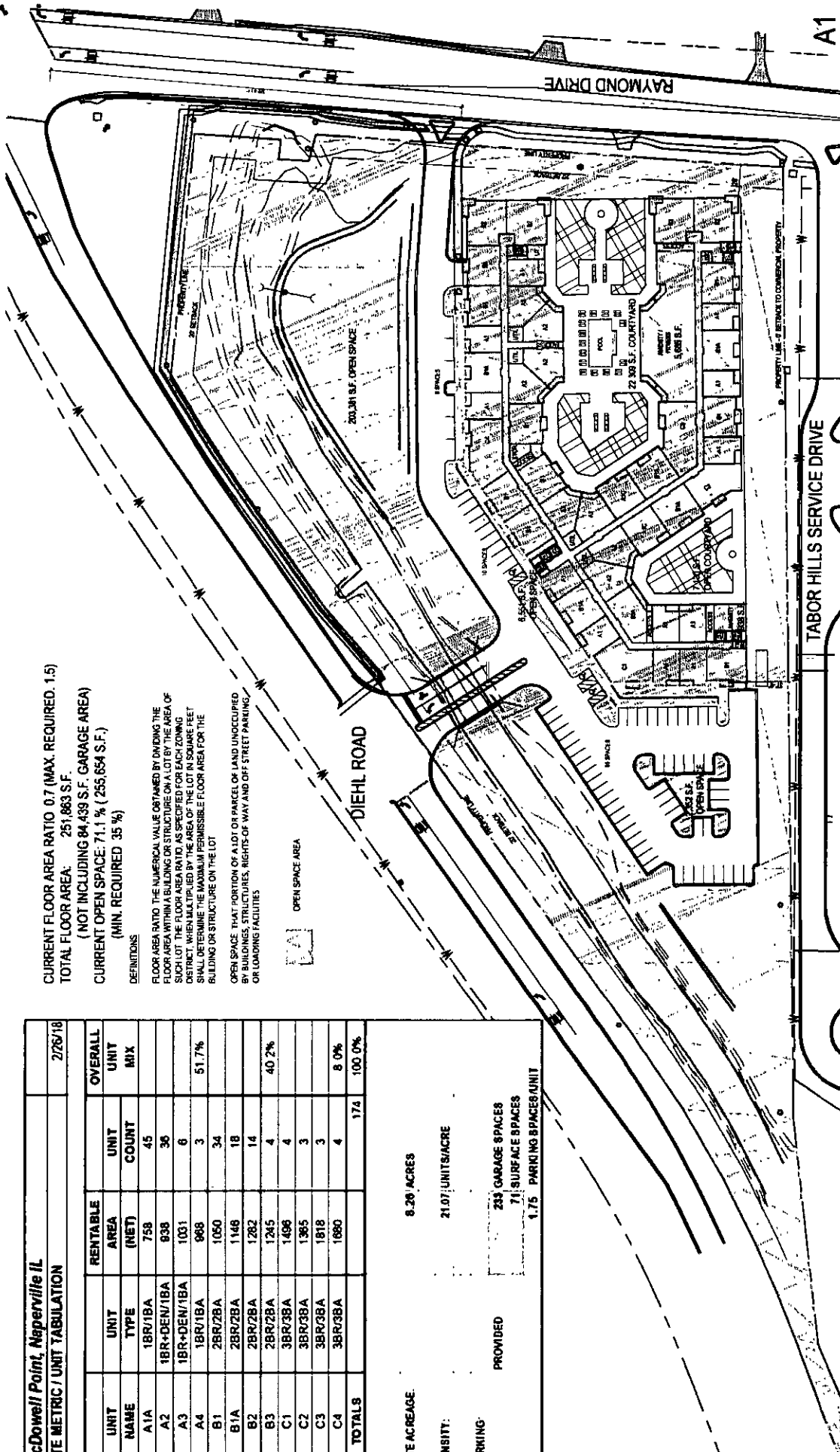


EXHIBIT G

McDOWELL POINT
 NAPERVILLE, IL 60563
 HPM 18175

OVERALL SITE PLAN
 April 11, 2018

HUMPHREYS & PARTNERS ARCHITECTS, L.P.
 5339 Apple Rd., Suite 200, Dallas, TX 75242 | 972.701.9535 | www.humphreys.com

EXHIBIT K
PARKING CONDITIONS AND LEASE REQUIREMENTS

1. The Subject Property shall be developed and at all times operated as an age-restricted community in accordance with the terms and conditions of an age restriction covenant to be submitted for consideration by the City Council concurrently with the submission of a Final Planned Unit Development Plat for the Subject Property.
2. Owner shall actively manage the parking supply on the Subject Property such that there are not more than 260 resident owned vehicles. In addition, Owner shall maintain 44 parking spaces for visitors to the Subject Property.
3. Owner shall create a parking decal or other hang-tag as a mechanism to monitor and track all resident registered vehicles. Owner shall include in each resident's lease or rental agreement provisions that provide that: (a) No overnight parking shall be permitted except for registered resident vehicles or guest vehicles that have been registered with the property manager; and (b) Owner may tow any vehicles parked in violation of the restrictions established for the development.
4. If at any point, parking demand on the Subject Property exceeds parking supply on the Subject Property, the Owner shall be obligated to correct the parking deficiency by using the remedies described in **Exhibit L** of this Ordinance within a timeframe agreed upon by the Zoning Administrator.

EXHIBIT L

**REQUIREMENTS UPON THE REQUEST FOR MODIFICATION OR RELEASE
OF AGE RESTRICTION COVENANT**

If Owner at any time seeks to modify or release the age restriction covenant, Owner shall submit an application for same to the City's Zoning Administrator concurrently with a petition for revised development approvals to modify the conditional use and deviations granted herein (hereinafter "Zoning Controls"). The application shall include a detailed narrative setting forth the basis for the proposed modification or release of the Covenant and describing any modifications to the Zoning Controls proposed for the Subject Property in its stead. Owner shall concurrently file the application with the School District #204, and School District #204 shall process the application concurrent with the City's review. The Covenant may only be released on written agreement of the owner of the Subject Property, the City and the School District, which agreement shall be approved by not less than a supermajority (2/3rds) of the corporate authorities of the City and School District #204 then in office.

The Zoning Controls are essential elements of the zoning established for the Subject Property and can only be modified as provided by the City Code then in effect. In the event that Owner seeks to modify any or all of the Zoning Controls, Owner shall submit to the Zoning Administrator an application for a minor/major change(s) to the McDowell Point Planned Unit Development approved by Ordinance 18-_____, as the Zoning Administrator may determine are appropriate.

In the event Owner proposes to modify or release the age-restricted nature of the development on the Subject Property, the Zoning Administrator may require a new traffic study that takes into account the development conditions on and surrounding the Subject Property (e.g. total number and type of dwelling units proposed or existing and other data that the City determines necessary). Owner shall also provide other studies or information as required by the Zoning Administrator in order for the City to accurately evaluate the anticipated traffic impact on the Subject Property and the surrounding area if the Subject Property is permitted to modify the age-restriction. If the City determines

EXHIBIT L

that the net increase in traffic, school student generation, park usage, or other impact resulting from a non-age restricted development on the Subject Property will likely not be supported by then existing infrastructure (including but not limited to utilities and/or roadways), or services (including but not limited to school and/or park district capacity), then the City may: (i) deny the proposed major change to the Planned Unit Development for McDowell Point and refuse to modify or release the Covenant; or (ii) approve a major change to the Planned Unit Development for McDowell Point modifying or releasing the Covenant subject to requirements determined by the City at that time which may include a requirement that the Owner reduce the total number of bedrooms and/or total dwelling unit count on the Subject Property in order to correspondingly reduce the impact of the proposed non-age restricted development to a level that the City determines will be supported by said infrastructure and/or services.

In the event Owner proposes to modify or release the age-restricted nature of the development, the petition for revised Zoning Controls shall include an updated parking study that takes into account the development conditions then in effect on and surrounding the Subject Property (e.g. total number and type of dwelling units proposed or existing and other data that the City determines is necessary). In addition, the Owner shall also provide other studies, data, and/or information as required by the Zoning Administrator in order for the City to evaluate the anticipated impact the release of the Covenant would have on parking at the Subject Property and on surrounding properties. The City may require the Owner to undertake one or more remedies ("Remedies") to be included in any amended parking deviation approved by the City. Such Remedies may include, but shall not be limited to, one or more of the following:

- i. Owner shall establish a shared parking agreement with an adjacent property, subject to City review;
- ii. Owner shall reduce the number of bedrooms per dwelling unit;
- iii. Owner shall reduce the total number of dwelling units;
- iv. Owner shall assign parking spaces per dwelling unit through lease or sale agreements; and/or

EXHIBIT L

- v. Other solutions as may be reviewed and approved by the City Council.

If an amended deviation is not granted by the City, or is not granted in its entirety, and the Covenant is modified or released, the Owner shall be required to cease use of a portion of the Subject Property sufficient to reduce the parking demand on the Subject Property to meet the requirements of the Naperville Municipal Code then in effect as applicable to the Subject Property.