

# ST CHARLES

ILLINOIS

## SUBMITTAL

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MARCH 15, 2022

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**T2 Capital Management**  
120 N. Hale Street, Suite #300  
Wheaton, IL 60187

[T2investments.com](http://T2investments.com)

**T2** | CAPITAL  
MANAGEMENT™



March 15, 2022

City of Saint Charles, Illinois

**Re:** Riverfront Development and Enhancements

Thank you for your consideration of our request for proposal. St. Charles' long-range vision and its commitment to creating a strong local quality of life through attractive housing, supportive community services, and economic, cultural, and natural prominence align with the goals T2 sets forth when developing a new property.

T2 is a fully integrated private equity real estate firm that is locally based in Wheaton, Illinois. We share in St. Charles' strong community pride and recognize its historical significance. At T2, our hands-on approach to each of our investment properties sets us apart. Our management team is comprised of high-capacity individuals with diverse and complementary skill sets that creates consistency in projects from start to finish as we see visions become reality.

Since 2011, T2 has invested over \$1.15 billion in a variety of projects. Many of those projects parallel what St. Charles is desiring to see with this riverfront development. Our track record with similar projects in towns like Naperville, IL, Naples, FL, Huntsville, AL, and Mount Prospect, IL speaks for itself. You will see a highlight of these projects late in this submittal.

We are excited to be working with Blue Stem Design, Inc. and Retown on this endeavor. Blue Stem Design, Inc's roots in St. Charles bring a unique and valuable perspective to the project. Their 30 years of expertise in the design and planning can be seen in their seamless integration of community connection with the preservation of key natural features. ReTown's commitment to having the community being the heart and soul of the project is seen in their design, planning, and execution. T2, Blue Stem Design, Inc., and Retown, together look forward to helping this next step in St. Charles' vision become a reality, as we strive to make the downtown St. Charles "everyone's neighborhood."

Jeff Brown  
T2 Capital Management, LLC

**DEVELOPER INFORMATION**

Developer: T2  
 Co-Developer: Retown  
 Planner & Landscape Architect: Blue Stem Design, Inc.  
 To Be Determined: Architect  
 Engineer  
 Contractors



Information regarding any potential conflicts of interest, including any relationship to any City official or staff member: Peter Vargulich, Plan Commission Chairperson

**CONCEPT PLAN**



**Site Information**

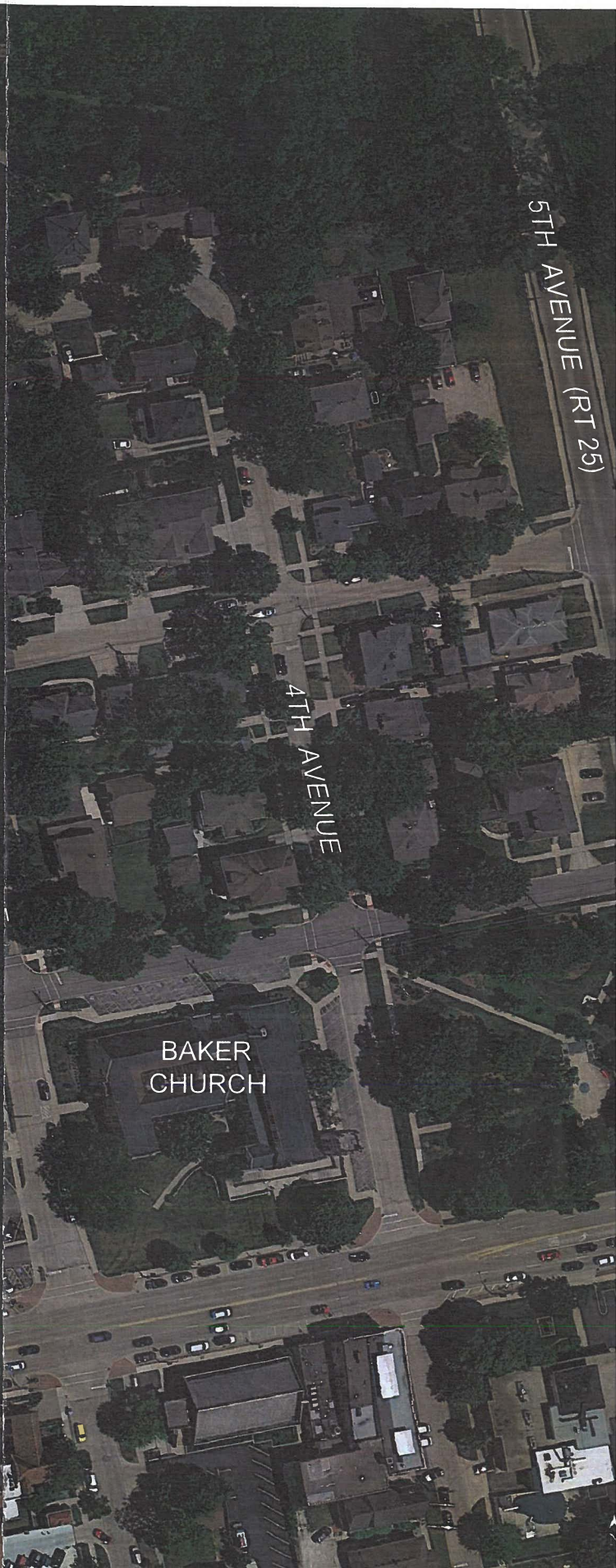
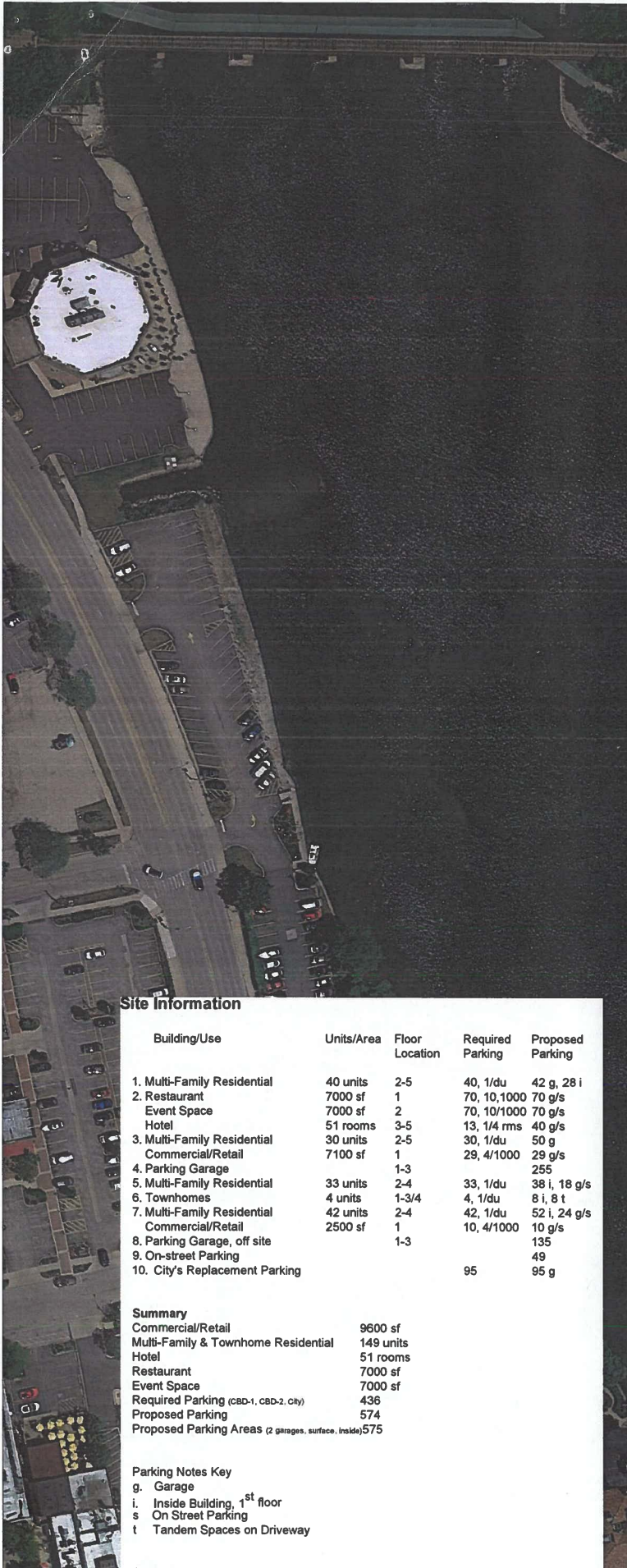
| Building/Use                    | Units/Area | Floor Location | Req. Area Parking | Proposed Parking |
|---------------------------------|------------|----------------|-------------------|------------------|
| 1. Multi-Family Residential     | 40 units   | 2-5            | 40, 170           | 42 g, 25 l       |
| 2. Restaurant                   | 7000 sf    | 1              | 72, 10,100        | 70 g/a           |
| Etc. + Space                    | 7000 sf    | 2              | 72, 10,100        | 70 g/a           |
| P-Use                           | 81 rooms   | 3-5            | 13, 74            | 40 g/a           |
| 3. Multi-Family Residential     | 30 units   | 1-2            | 33, 161           | 0 g              |
| Commercial/Hotel                | 7100 sf    | 1              | 26, 4,000         | 25 g/a           |
| 4. Parking Garage               |            | 1-3            |                   | 26               |
| 5. Multi-Family Residential     | 33 units   | 2-4            | 33, 161           | 31 l, 15 g/a     |
| 6. Townhomes                    | 4 units    | 1,2-4          | 4, 100            | 8 l, 0 l         |
| 7. Multi-Family Residential     | 43 units   | 2-4            | 43, 173           | 0 l, 24 g/a      |
| 8. Commercial/Hotel             | 7500 sf    | 1              | 10, 4,100         | 10 g/a           |
| 9. Parking Garage, 91 stalls    |            | 1-3            |                   | 13               |
| 10. Overhead Parking            |            |                |                   | 49               |
| 11. City's Supplemental Parking |            |                |                   | 0 g              |

| Summary  | Units/Area |
|--|------------|
| Commercial/Hotel                                     | 8020 sf    |
| Multi-Family & Townhome Residential                  | 149 units  |
| Hotel  | 81 rooms   |
| Restroom   | 7200 sf    |
| Event Space  | 7000 sf    |
| Required Parking (per City Code)                     | 439        |
| Proposed Parking                                     | 674        |
| Proposed Parking Access at various surface, 10000 SF |            |

**Parking Notes Key**  
 g - Garage  
 l - Level (on site, off site)  
 C - City Street  
 l - Transfer Station on Delivery

**Site Notes**  
 A Existing Building  
 B Proposed Building  
 C Ditch or Trench  
 D City Wall  
 E Drive Road (Through) Open Space  
 F Retain Wall/Retain



**Site Information**

| Building/Use                   | Units/Area | Floor Location | Required Parking | Proposed Parking |
|--------------------------------|------------|----------------|------------------|------------------|
| 1. Multi-Family Residential    | 40 units   | 2-5            | 40, 1/du         | 42 g, 28 i       |
| 2. Restaurant                  | 7000 sf    | 1              | 70, 10,1000      | 70 g/s           |
| Event Space                    | 7000 sf    | 2              | 70, 10/1000      | 70 g/s           |
| Hotel                          | 51 rooms   | 3-5            | 13, 1/4 rms      | 40 g/s           |
| 3. Multi-Family Residential    | 30 units   | 2-5            | 30, 1/du         | 50 g             |
| Commercial/Retail              | 7100 sf    | 1              | 29, 4/1000       | 29 g/s           |
| 4. Parking Garage              |            | 1-3            |                  | 255              |
| 5. Multi-Family Residential    | 33 units   | 2-4            | 33, 1/du         | 38 i, 18 g/s     |
| 6. Townhomes                   | 4 units    | 1-3/4          | 4, 1/du          | 8 i, 8 t         |
| 7. Multi-Family Residential    | 42 units   | 2-4            | 42, 1/du         | 52 i, 24 g/s     |
| Commercial/Retail              | 2500 sf    | 1              | 10, 4/1000       | 10 g/s           |
| 8. Parking Garage, off site    |            | 1-3            |                  | 135              |
| 9. On-street Parking           |            |                |                  | 49               |
| 10. City's Replacement Parking |            |                | 95               | 95 g             |

**Summary**

|   |           |
|---|-----------|
| Commercial/Retail                                   | 9600 sf   |
| Multi-Family & Townhome Residential                 | 149 units |
| Hotel   | 51 rooms  |
| Restaurant  | 7000 sf   |
| Event Space   | 7000 sf   |
| Required Parking (cbd-1, cbd-2, city)               | 436       |
| Proposed Parking                                    | 574       |
| Proposed Parking Areas (2 garages, surface, inside) | 575       |

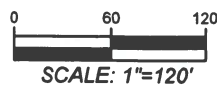
**Parking Notes Key**

- g. Garage
- i. Inside Building, 1<sup>st</sup> floor
- s. On Street Parking
- t. Tandem Spaces on Driveway

**Site Notes**

- A. Existing Sculpture
- B. Proposed Sculpture
- C. Deck or Terrace
- D. City Well
- E. Enhanced Riverwalk Open Space
- F. Screen Wall/Fence

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**GENERAL DESCRIPTION**

We respect the City's leadership and action to free-up this important site for development and would consider it an honor to develop the property in a public private partnership. We understand that it is important for the City to assure that the project is of the highest caliber.

Our vision matches the City's goals and is envisioned to be a mixed-use waterfront destination that activates this in-fill riverfront site. We believe that our master plan is consistent with the City Comprehensive Plan and is respectful of the City's rich history while celebrating its future. The plan includes an iconic public waterfront linear park that is overlooked by restaurants, event spaces, hotel rooms and residences all located within a cluster of multi-layered buildings that overlook the river and downtown. One unique feature of our plan is the off-site overflow public garage that creates the unique opportunity to maximize the uses on the City site. This off-site parking site is made possible given the support of Baker Church. As such, our redevelopment plan delivers parking ratios that the market will demand and each use is at or above code. The plan uses are described in the table below:

**Proposed Mixed-Uses:**

|  |            |
|--|------------|
| 1. Commercial/Retail                   | 9600 sf    |
| 2. Multi-Family & Townhome Residential | 149 units  |
| 3. Hotel                               | 51 rooms   |
| 4. Restaurant                          | 7000 sf    |
| 5. Event Space                         | 7000 sf    |
| 6. Proposed Parking                    | 575 spaces |
| 7. Waterfront Park                     | 60' wide   |

**CONSISTENCY WITH THE CITY COMPREHENSIVE PLAN**

We have familiarized ourselves with the City's Comprehensive Plan and in tune with the community goals and objectives. We have worked to incorporate these priorities into our plan including our multiple uses the are incorporated into our waterfront development plan.

**PARKING**

The Comp Plan states: *"This area is suitable for residential or parking uses. Residential uses would transition from the neighborhood to the east and take advantage of views of the river. Alternately, a parking garage in this location could be used to support City parking needs, if the current municipal parking lot(s) are redeveloped for mixed use."*

Our Plan agrees and proposes an on-site centrally located 3-story parking garage. Its location and relationship to other buildings minimizes its view from key locations. A large percentage of the required parking is accommodated with this garage. It is possible to have the adjacent uses connected for direct access and protection from inclement weather. In addition we have designed the right of ways to provide on-street parking at designated locations. This parking solution and relationship to the building elevations provides for beautiful streetscape adorned with paving textures, landscape plantings, lighting, wayfinding, and public art.

The Comp Plan further states: *"Structured parking should be concealed by buildings where possible.*

*Structured parking could be established east of Riverside Ave., with an upper-level access from N. 2nd Ave. A traffic study and analysis is needed to determine the impact on the existing street network and traffic controls."*

Our process intends to be completed in partnership with the City. The process anticipates a traffic and parking study for the SSA1A related to on-site and off-site traffic impacts. This would address the proposed on-site garage and the possibility of the proposed off-site garage on the Baker Church parcel. We believe that this can be delivered a few blocks away at the existing surface parking lot owned by Baker Church where we propose a publicly owned parking garage that can park the waterfront overflow parking and can also service the needs of the sub-area. This is a comprehensive approach and can take into the account the existing parking supply on the two Baker Church existing lots. These spaces plus Baker Church's and the existing neighborhood retail demand can be incorporated into the traffic study for a holistic sub-area solution.

## ZONING AND LAND USE

The Comp Plan calls for any proposed development to contain the following characterizes, which our Plan accommodates:

1. Maintain 60 feet of open space along the river.
2. Maintain Riverside Ave. to provide access for existing utility infrastructure.
3. Conceal parking within the development is achieved by a 3-story deck that is below the upper floors of the wrap-around buildings.
4. Building heights are in line with current zoning and step down towards the river;
5. We reserve the right to pursue taller buildings during the plan development and welcome the outcome of the PUD review process.
6. Building setbacks will be determined based on riverfront/ shoreline improvements, which may include enhancements identified in the 2015 River Corridor Master Plan Update ("Riverpark Concept").

## MIXED USE

Our Plan will adhere to the City's goals as stated in the Request for Concept Proposals including: *"The old police station and surrounding parking lots are some of the best opportunities for redevelopment along the river within downtown. The preferred land use of these sites is Mixed Use, such as ground floor commercial and upper floor hotel or residential uses. New uses proposed for the old police station site will need to maintain access to the City Well site. Any new development that would remove the public parking behind City Hall would need to accommodate the removed public parking within the proposed plan"*

## BUILDING DESIGN GUIDELINES

Our Plan will adhere to the City's goals as stated in the Request for Concept Proposals including the use of brick and stone as the dominant material. Also we agree with the Comp Plan recommendation that states: *"New buildings should reflect the architectural heritage of downtown without copying historic architecture and should be "of their own time." Buildings also should be of high quality and enduring value, so that in the future, they are as revered as the landmark buildings in the rest of downtown. While the design standards and guidelines do not encourage the replication of historic structures, they do promote compatibility with the character of existing buildings in downtown. Any proposed structure being designed and built as part of this site*

*redevelopment should address both the river and street frontage present at the site. Since the buildings along the Fox River are visible from several locations in Downtown and accessible from all sides, they should utilize 360 Degree architecture with traditional building materials and design elements on all sides that generally align with surrounding buildings in terms of horizontal elements and vertical rhythm."*

**BUILDING DESIGN RENDERINGS**



## OPEN SPACE

Our Plan will adhere to the City's goals as stated in the Request for Concept Proposals including: *Maintain public open space along the river. The location and size of the open space may vary depending on river front/shoreline improvements. However, the public open space should not be reduced to less than 60 feet, which is the approximate width of the current 100-year floodplain along the riverfront*" Furthermore we will adhere to delivering an enhanced 20' minimum river trail and promenade. Our Plan agrees and provides a 60' open space corridor with an undulating pathway connecting to gardens for large gatherings and smaller nodes for sitting, reading, and resting. Additionally we acknowledge the need to provide public space near the bike for a viewpoint and to relocate the Freedom Shrine.

## OPEN SPACE RENDERINGS





## LANDSCAPE AND PUBLIC ART

Our Plan will adhere to the City's goals as stated in the Request for Concept Proposals states:

*Intent: Enhance developed areas with landscaping, public art, and unique features that tell the stories and commemorate the heritage of St. Charles. 1) Comply with the provisions of Chapter 17.26, Landscaping and Screening. 2) Refuse and recycling containers shall be located away from the streets and pedestrian areas and shall be screened from the street view in compliance with Section 17.26.120 (Additional Screening Requirements). 3) Develop landscape patterns that are shaped as spaces for people (pocket parks, courtyards and urban open spaces and gardens) as opposed to more suburban landscape treatments such as berm plantings and vegetative buffers. 4) Use Public Art to tell stories about the heritage, people and events of the community, and the natural history of the region. Public art can be made purposeful, as well. For example, sculpture may double as a seating surface, manhole covers might convey messages about nature, and wide sidewalks or street intersections might become tableaus for art*

## COMMUNITY ENGAGEMENT & BAKER CHURCH

Our Plan is responsive to the needs of other important existing businesses and attractions in the subarea including Baker Church and Arcada Theater. We understand that the site is adjacent to a historic neighborhood and we believe that the redevelopment plan is well-organized and considerate of views, traffic, and topography.

## UTILITIES

Our Plan will adhere to the City's goals as stated in the Request for Concept Proposals including the maintenance of Riverside Ave. to provide access for existing utility infrastructure.

## SCHEDULE

The following is a preliminary, high-level Project Development Schedule:

- 60 days – Developer selection
- 90 days – Site control / transaction documentation
- 12 months – Entitlements, Zoning, and Site Plan Approval, as required, including
  - Planning
  - Phasing Plan
  - Platting
  - Preliminary Engineering
  - Zoning / Planned Unit Development
  - RDA
- 180 days – Final Plat approval & Phase 1 Building Permit
- 60 days – Closing on transaction
- Groundbreaking of Phase 1

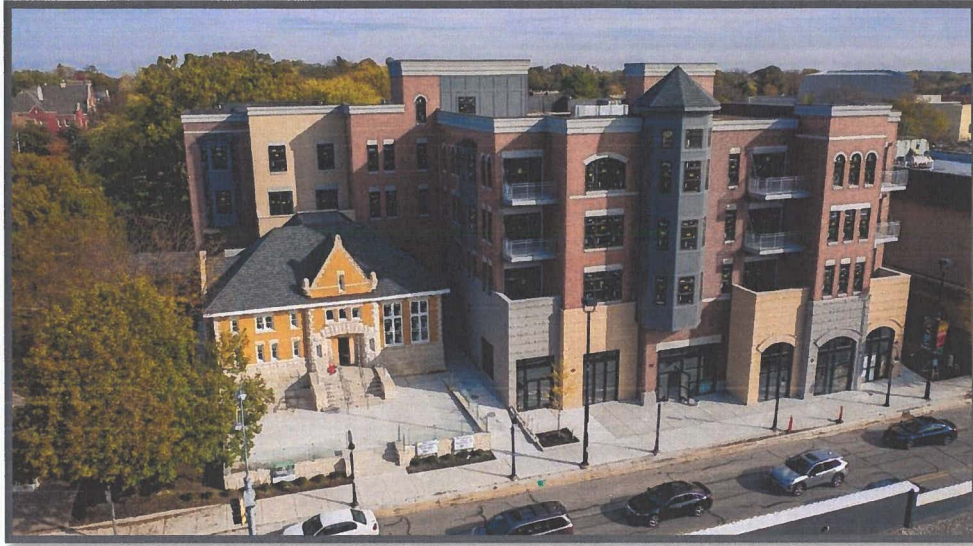
## STRUCTURE

We envision an open book approach with the City of St. Charles to effectuate a market rate transaction. The development team has recent, successful experience establishing a public-private partnership to develop municipally owned real estate in a northwest suburban Chicago community, being awarded the redevelopment of that Village's Police and Fire Headquarters into a mixed-use residential project in its downtown core. Based upon that particular transaction, and history with other public-private partnerships, the development team proposes the following high-level deal structure:

- The development team will be responsible for all required private financing;
- The development team will procure traditional bank financing and will be responsible for typical equity contributions;
- A Redevelopment Agreement will be negotiated and executed with the City of St Charles. The RDA will include the following provisions:
  - The City of St Charles will contribute the property at a zero basis
  - The City will fund public improvements including Right of Way improvements, public streets, public sidewalks, streetscapes, and construction of the parking garage
  - The City of St Charles will waive any application fees, permit review fees, building permit fees, inspection fees, impact fees, and/or utility connection fees;
- Upon review and approval of a developer-generated project budget and proforma, any additional GAP financing required will be negotiated with the City of St Charles, as well as the mechanism for funding project eligible expenses.

**PORTFOLIO HIGHLIGHT**

**Central Park Place (T2)**



LOCATION: Naperville, Illinois  
PROPERTY DETAILS: Ground-up construction of 17 luxury residential condominiums + 12,270 SF of ground-floor retail space  
GROUND BREAKING: 2016

**La Perle (T2)**



LOCATION: Naples, Florida  
PROPERTY DETAILS: Ground-up construction of 13 luxury residential condominiums  
GROUND BREAKING: 2019

### St. Clair (T2)



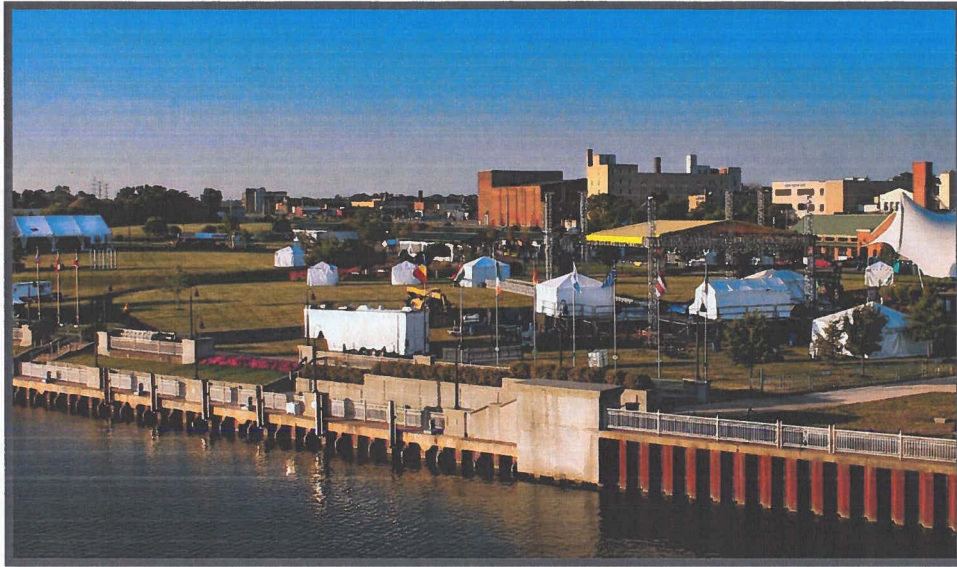
LOCATION: Huntsville, AL  
PROPERTY DETAILS: Ground-up construction of a 5-story 325-unit multi-family complex  
GROUND BREAKING (EST): 2022

### HQ Residences (T2)



LOCATION: Mount Prospect, Illinois  
PROPERTY DETAILS: Ground-up construction of a 6-story 88-unit multi-family complex  
GROUND BREAKING (EST): 2022

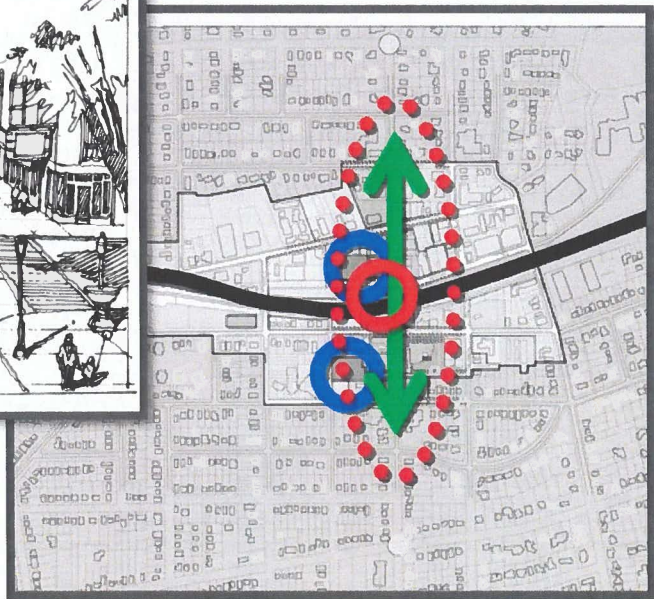
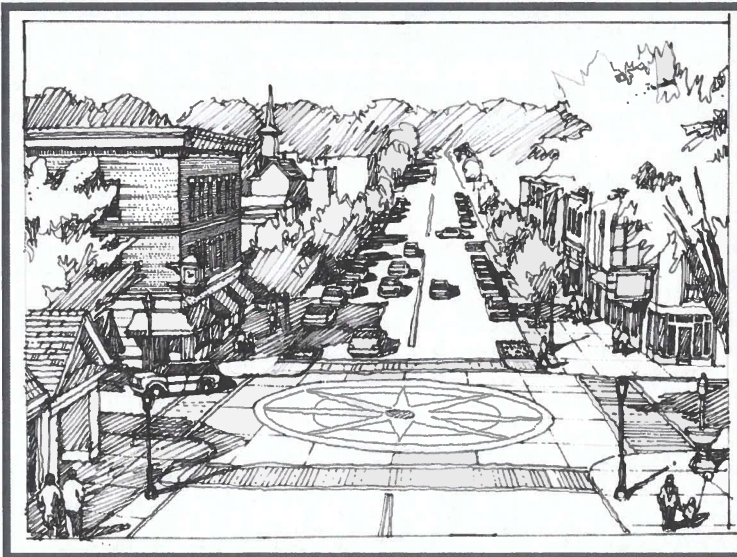
### **Black River Station (ReTown)**



LOCATION: Lorain, OH

PROJECT DETAILS: Black River Station Riverfront Park & Festival Grounds

### **Glen Ellyn Downtown Master Plan (ReTown)**



LOCATION: Glen Ellyn, Illinois

PROJECT DETAILS: Downtown Master Plan

**AMLi at Wells** (Blue Stem Designs, Inc.)



LOCATION: Chicago, Illinois

FEATURES:

- Curbed planters
- 2<sup>nd</sup> floor paw walk
- Exterior kitchen and bar
- Rooftop pool
- 6<sup>th</sup> floor private patios
- Vegetable and herb garden
- Casual seating areas
- Fire pit



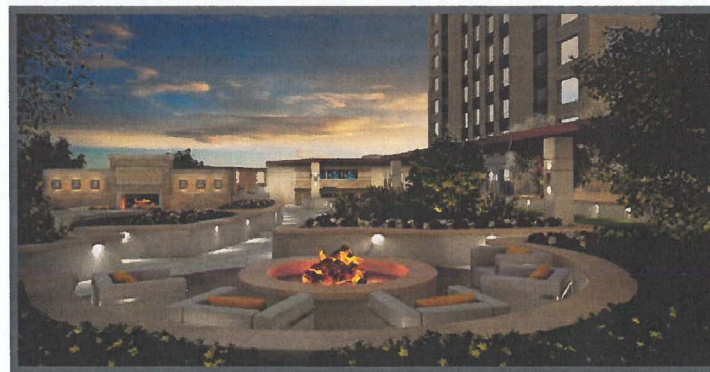
**AMLi at River North** (Blue Stem Designs, Inc.)



LOCATION: Chicago, Illinois

FEATURES:

- Water features
- Seating nodes
- Grill islands
- Several trellis structures
- Raised plant beds
- Dog run
- Swimming pool
- Green roof



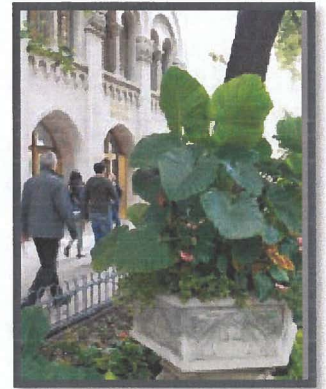
**Allerton Hotel (Blue Stem Design, Inc.)**



LOCATION: Chicago, Illinois

FEATURES:

- Plant mix of perennials, grasses, and annuals to maximize color and texture throughout growing season
- Custom stone planters
- Wrought iron fence patterned after Moorish and Gothic design of building.



**Allerton Hotel (Blue Stem Design, Inc.)**



LOCATION: Chicago, Illinois

FEATURES:

- Added green space and reconfigured parking spaces to address surface flow and ice concerns from roof discharged
- Bio-swales/rain gardens
- Employee patio
- New canopies
- ADA accessibility
- Bike racks



## REFERENCE

**BAKER MEMORIAL  
UNITED METHODIST CHURCH**

Experience Christianity for Today's World

Monday, March 14, 2022

Russell Colby, Director  
City of St. Charles Illinois  
Community Development Department  
2 E. Main Street  
St. Charles IL 60174

Dear Mr. Colby,

On behalf of Baker Memorial United Methodist Church, we want to offer our support of Retown's proposal to develop the City-owned waterfront property. Our Congregation is a long time community stakeholder who cares deeply about the welfare of our City. We agree with Retown's approach for a master planned approach that is mindful of Baker Memorial Church's development plans as well as the City development plans.

Please be advised that Baker Memorial UMC is in conversation with Retown to develop the Main Street parking lot and two residential houses located at 3<sup>rd</sup> and Cedar Avenues. We have found Retown to be highly professional in their dealings. We especially appreciate their working toward an integrated and attractive parking solution for the church, neighborhood businesses, the redevelopment of the police station (and adjacent parcels) and the residential neighborhood.

We agree that parking is an important factor in the growth of downtown St. Charles. As such we are open to considering a City-owned parking garage being developed to replace the surface lot bound by Cedar, State and 3<sup>rd</sup> Avenues. We understand that taking this approach would allow for a less concentrated parking mass by the river while only being a short walk to the river front. We believe this would result in reduced traffic congestion overall, reduced size/scale of the riverside structure, and also address current demand of the church and neighboring businesses.

Please contact us at your convenience to discuss our support and the development opportunity.

Sincerely,



Baker Memorial United Methodist Church  
Board of Trustees

307 Cedar Avenue | St. Charles, Illinois 60174 | office: 630.584.6680 | fax: 630.584.6712 | bakermemorialchurch.org

HERE, NEAR & FAR AWAY | reaching beyond the borders of our church community



