



AGENDA ITEM EXECUTIVE SUMMARY

Title:	Motion to Approve An Ordinance to Approve a Mutual Release, Waiver and Termination Agreement by and Between the City of St. Charles and First Street Development, LLC
Presenter:	Rita Tungare

Please check appropriate box:

<input type="checkbox"/>	Government Operations	<input type="checkbox"/>	Government Services
<input type="checkbox"/>	Planning & Development	<input checked="" type="checkbox"/>	City Council 03-02-15
<input type="checkbox"/>	Public Hearing	<input type="checkbox"/>	

Estimated Cost:		Budgeted:	YES	<input type="checkbox"/>	NO	<input type="checkbox"/>
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If NO, please explain how item will be funded:

Executive Summary:

On February 17, 2015, the Planning and Development Committee unanimously recommended approval of a proposed Redevelopment Agreement (RDA) between the City and First Street Development II, LLC, pertaining to development of Phase 3 of the First Street Redevelopment Project. Approval of the RDA is listed subsequent to this item on the City Council agenda.

Attached is an ordinance approving an agreement to officially document the termination of the original 2006 RDA related to the First Street Redevelopment project.

Within the new proposed RDA, Article 3.3 requires as a pre-condition that First Street Development, LLC also execute the attached agreement.

Attachments: *(please list)*

Ordinance

Recommendation / Suggested Action *(briefly explain):*

Motion to Approve An Ordinance to Approve a Mutual Release, Waiver and Termination Agreement by and Between the City of St. Charles and First Street Development, LLC.

For office use only:

Agenda Item Number: IIC3

**City of St. Charles, Illinois
Ordinance No. 2015-M-___**

**An Ordinance to Approve a Mutual Release, Waiver and Termination
Agreement by and Between the City of St. Charles and
First Street Development, LLC**

WHEREAS, the City of St. Charles ("City") and First Street Development, LLC ("First Street") were parties to a certain City of St. Charles Tax Increment Financing Redevelopment Agreement, dated December 15, 2006 ("Redevelopment Agreement"), pertaining to redevelopment of certain property within the First Street Redevelopment Project Area of the City previously terminated by the City's notice of default, dated April 23, 2014, and not otherwise cured by First Street; and

WHEREAS, both parties hereto desire to affirm termination of said Redevelopment Agreement and to settle, waive and release each other from any rights, duties and obligations under the terms of the Redevelopment Agreement and further waive and release any and all actions, causes of action, claims, or otherwise which one party may have against the other, by reason of the Redevelopment Agreement, or its termination.

NOW, THEREFORE, BE IT ORDAINED by the City Council of the City of St. Charles, Kane and DuPage Counties, Illinois, as follows:

1. The statements contained in the preamble hereto are found to be true and correct and are hereby incorporated as part of this Ordinance.

2. It is hereby determined that the public interest will be served by approving, entering into and accepting the Mutual Release, Waiver and Termination Agreement, a copy of which is attached hereto as Exhibit A and made a part hereof.

3. That the City Mayor be and hereby is authorized and directed to execute and the City Clerk be and hereby is authorized and directed to attest and place the corporate seal upon any and all documents necessary to effectuate the Mutual Release, Waiver and Termination Agreement.

4. All ordinances or parts of ordinances in conflict with this Ordinance are hereby amended to the extent of the conflict.

PRESENTED to the City Council of the City of St. Charles, Kane and DuPage Counties, Illinois this 2nd day of March, 2015.

PASSED by the City Council of the City of St. Charles, Kane and DuPage Counties, Illinois this 2nd day of March, 2015.

APPROVED by the Mayor of the City of St. Charles, Kane and DuPage Counties,
Illinois this 2nd day of March, 2015.

Raymond P. Rogina, Mayor

ATTEST:

Nancy Garrison, City Clerk

Council Vote:

Ayes:

Nays:

Absent:

Abstain:

APPROVED AS TO FORM:

City Attorney

DATE: _____

EXHIBIT A

MUTUAL RELEASE, WAIVER AND TERMINATION AGREEMENT

MUTUAL RELEASE, WAIVER AND TERMINATION AGREEMENT

THIS MUTUAL RELEASE, WAIVER AND TERMINATION AGREEMENT made this _____ day of March, 2015, between the CITY OF ST. CHARLES, an Illinois municipal corporation (hereinafter the "City") and FIRST STREET DEVELOPMENT, LLC (hereinafter "First Street LLC").

WHEREAS, the City and First Street LLC were parties to a certain City of St. Charles Tax Increment Financing Redevelopment Agreement (First Street), dated December 15, 2006 (hereinafter the "Redevelopment Agreement"), pertaining to redevelopment of certain property within the First Street Redevelopment Project Area of the City and previously terminated by the City's notice of default dated April 23, 2014, and not otherwise cured by First Street LLC; and

WHEREAS, both parties hereto desire to affirm termination of said Redevelopment Agreement and to settle, waive and release each other from any rights, duties and obligations under the terms of the Redevelopment Agreement and further waive and release any and all actions, causes of action, claims, or otherwise which one party may have against the other, by reason of the Redevelopment Agreement, or its termination.

NOW, THEREFORE, IN CONSIDERATION OF the agreements contained herein and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. The foregoing recitals are hereby incorporated as if fully restated herein.
2. By mutual agreement of the City and First Street LLC, the Redevelopment Agreement is hereby terminated and each party is hereby released from any and all rights, duties and obligations to perform under the terms of the Redevelopment Agreement.
3. The City hereby unconditionally waives, and fully and completely releases First Street LLC and its members, employees, agents and assigns from any and all obligations, actions,

claims, causes of action, claims, damages and costs arising out of or in any way that may arise under the Redevelopment Agreement, or by reason of its termination.

4. First Street LLC hereby unconditionally waives and fully and completely releases the City and its officials, employees, agents and assigns from any and all obligations, actions, claims, actions, causes of action, damages and costs arising out of or in any way that may arise under the Redevelopment Agreement, or by reason of its termination.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the date and year first written above.

FIRST STREET DEVELOPMENT LLC

CITY OF ST. CHARLES

By: _____
Its: _____

By: _____
Its: _____

ATTEST:

By: _____
Its: _____