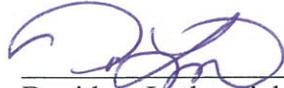


CERTIFICATE

I, David A. Lothspeich, the duly appointed Deputy Village Clerk of the Village of Long Grove, Lake County, Illinois do hereby certify that, as such Deputy Village Clerk, I am a duly authorized keeper of records of and for the Village of Long Grove and the attached Village of Long Grove Ordinance No. 2009-O-03 dated February 10, 2009, is a true and correct copy of such Ordinance as it is retained in the files of the Village, and, to the best of my knowledge, it is true and correct in its contents.

Date: 5/20/09 _____



David A. Lothspeich
Village Deputy Clerk
Village of Long Grove
Lake County, Illinois



VILLAGE OF LONG GROVE

ORDINANCE NO. 2009-O-03

**AN ORDINANCE AMENDING AND RESTATING THE
PLANNED UNIT DEVELOPMENT
FOR THE WAUD FARM PHASE DEVELOPMENT**

Adopted by the
President and Board of Trustees
of
the Village of Long Grove
this 10th day of February, 2009

Published in pamphlet form by direction
and authority of the Village of Long Grove,
Lake County, Illinois
this 11th day of February, 2009

VILLAGE OF LONG GROVE

ORDINANCE NO. 2009-O-03

AN ORDINANCE AMENDING AND RESTATING THE
PLANNED UNIT DEVELOPMENT
FOR THE WAUD FARM PHASE I DEVELOPMENT

WHEREAS, pursuant to Resolution No. 76-R-6 and Ordinance No. 78-O-25, the Village of Long Grove granted preliminary and final planned unit development approval, respectively, for the Waud Farm Phase I Planned Unit Development ("**Original PUD Approvals**"); and

WHEREAS, the Original PUD Approvals granted approval for an office use on the property zoned in the R-2 PUD District and legally described in Exhibit A attached to this Ordinance ("**Property**"); and

WHEREAS, the Original PUD Approvals granted a special use permit to the Owner to construct an office building and parking facilities as depicted on the planned unit development plat, Phase I, approved pursuant to Ordinance No. 78-O-25 (the "**Original PUD Plans**"); and

WHEREAS, pursuant to Ordinance No. 91-O-6, the Village approved an amendment to the Original PUD Approvals to permit additional parking on the Property, and pursuant to Ordinance No. 93-O-7, the Village approved a second amendment to the Original PUD Approvals to authorize use of the Property for administrative offices and an educational center for developmentally disabled persons (the Original PUD Approvals, as amended by Ordinance No. 91-O-6 and Ordinance No. 93-O-7, shall be collectively referred to as the "**Waud Farm Phase I PUD**"); and

WHEREAS, in March 2008, the right-of-way depicted as "Wildlife Way" on the planned unit development plat, Phase I, approved pursuant to Ordinance No. 78-O-25 ("**Vacated Wildlife Way**"), was vacated pursuant to Ordinance 2008-O-10; and

WHEREAS, MAT Holdings, Inc., the tenant at the Property ("**Applicant**"), with the consent of the owner of the Property, has applied for an amendment to the Waud Farm Phase I PUD to (i) expand the parking lot that currently exists on the Property, (ii) authorize the installation of signage on the Property, (iii) amend the Original PUD Approvals to reduce to 40 feet the 75-foot setback adjacent to the Vacated Wildlife Way established pursuant to the Original PUD Approvals, and (iv) amend and restate the final plat of subdivision to depict a 40-foot setback from the center line of Vacated Wildlife Way (collectively, the "**Proposed Amendments**"); and

WHEREAS, pursuant to notice duly published in the *Daily Herald*, the Long Grove Plan Commission held a public hearing on December 2, 2008 for the purposes of hearing and considering testimony on the Proposed Amendments; and

WHEREAS, during the public hearing, representatives of the Applicant presented oral and written testimony, including without limitation the following plat, study, and plans in support of the Proposed Amendments:

- ✓1. PUD Study for Midwest Air Technologies, Inc. prepared by Timothy Morgan Associates dated October 10, 2008, consisting of one sheet;
 - ✓2. Preliminary Engineering and Site Plan for Parking Lot Expansion prepared by Pearson, Brown Associates, dated November 25, 2008, consisting of one sheet;
- and
- ✓3. MAT Holdings Inc. Sign Amendment Exhibit dated November 19, 2008, consisting of one sheet;

all attached to this Ordinance as Exhibit B (collectively, the "**2008 Plans**").

WHEREAS, during the public hearing, the Plan Commission made the following findings:

1. According to testimony submitted by the Applicant, the Applicant intends to expand the parking lot that currently exists on the Property in accordance with the 2008 Plans.

2. The Applicant testified that existing parking on the Property is insufficient to accommodate anticipated demand for parking spaces in connection with the Applicant's business operations on the Property.
3. The Applicant has requested that the Village Board grant relief in the form of an amendment to the Waud Farm Phase I PUD to allow (i) expansion of the parking lot that currently exists on the Property and (ii) installation of signage on the Property, all in accordance with the 2008 Plans (collectively, the "**Proposed Improvements**").
- ✓4. As part of the testimony at the public hearing, the Applicant offered to provide a 25-foot pathway easement within the Scenic Corridor in conjunction with the Proposed Improvements.
5. Subject to the conditions hereinafter set forth, the Proposed Amendments and Proposed Improvements:
 - (a) are consistent with the stated purpose of the planned unit development regulations;
 - (b) meet the requirements and standards of the planned unit development regulations;
 - (c) make adequate provision for public services, provide adequate control over vehicular traffic, provide and protect designated open space, and further the amenities of light and air, recreation, and visual enjoyment;
 - (d) are compatible with the adjacent properties and neighborhood;
 - (e) are not detrimental to the tax base and economic well-being of the entire community;
 - (f) conform to the intent and spirit of the comprehensive plan of the Village;
 - (g) provide adequate parking for all proposed uses on the Property; and
 - (h) include satisfactory provisions for access and fire protection for all buildings on the Property;
6. The Proposed Amendments satisfy the requirements for approving a final planned unit development plat to permit the Proposed Improvements on the Property, subject to the terms and conditions hereinafter set forth;

WHEREAS, based on these findings, the Plan Commission unanimously recommended that the Waud Farm Phase I PUD be amended by authorizing the Proposed Amendments; and

WHEREAS, the President and Board of Trustees, having considered the recommendations of the Plan Commission and being fully advised in the premises, have determined that it is in the best interests of the Village and its residents to amend and restate the Waud Farm Phase I PUD in its entirety to permit the Proposed Amendments, subject to the terms and conditions of this Ordinance as hereinafter set forth;

NOW, THEREFORE, BE IT ORDAINED BY THE PRESIDENT AND BOARD OF TRUSTEES OF THE VILLAGE OF LONG GROVE, COUNTY OF LAKE, STATE OF ILLINOIS,
as follows:

SECTION ONE: Recitals. The foregoing recitals are hereby incorporated into and made a part of this Ordinance as if fully set forth.

SECTION TWO: Amendment and Restatement of the Planned Unit Development.
Pursuant to Sections 5-11-17 and 5-11-18 of the Long Grove Zoning Code, and subject to the limitations therein and the conditions set forth in Section Four of this Ordinance, the Waud Farm Phase I PUD shall be, and is hereby, amended and restated in its entirety so that the Waud Farm Phase I PUD shall hereafter consist solely of the terms and provisions set forth in this Ordinance.

SECTION THREE: Approval of the 2008 Plans. Pursuant to Sections 5-11-17 and 5-11-18 of the Zoning Code, and subject to the limitations therein and the conditions set forth in Section Four of this Ordinance, the 2008 Plans shall be, and are hereby, approved to permit the Proposed Improvements on the Property. In connection with the approval of the 2008 Plans, the Village Board hereby adopts the findings and recommendations of the Plan Commission and grants relief from the generally applicable regulations of the Village Code as necessary to permit the Proposed Improvements on the Property in accordance with the 2008 Plans.

SECTION FOUR: Conditions on Approval. The approvals granted pursuant to Sections Two and Three of this Ordinance, shall be, and they are hereby, conditioned upon and limited by the following conditions, the violation of any of which shall, in the reasonable discretion of the President and Board of Trustees, be grounds for the repeal and revocation of the approvals granted herein:

A. Compliance with Plans. The development, maintenance, and use of the Property shall be in strict conformance with the 2008 Plans. All improvements to the Property described and depicted in the 2008 Plans, including the final design of the bioswale, shall be subject to the review and approval of the Village Engineer. Prior to the recordation of the Amended and Restated Plat as defined in Subsection 4.G, the Applicant shall provide security for all required improvements described and depicted in the 2008 Plans in an amount and form satisfactory to the Village, and in accordance with the applicable provisions of the Village Code, including without limitation Section 6-5-6 of the Code.

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B. Signage. Signage on the Property is limited to one ground sign not to exceed 50 square feet in area, and must be located at least 250 feet from Gilmer Road, in the approximate location of currently existing signage. Any application for a sign permit for installation of new signage on the Property is subject to review and approval by the Architectural Commission. Construction of signage on the Property shall be in strict conformance with plans, if any, approved by the Architectural Commission. Temporary signage in conformance with the standards of this Subsection 4.B may be permitted for a period of time not to exceed 180 days.

C. Authorized Use. The following uses are authorized at the Property:

1. Administrative office, and
2. Educational center for developmentally disabled persons.

D. General Conditions Governing the Property. The following conditions shall at all times apply to development and use of the Property:

1. Parking facilities and the office building may occupy no more than three (3) acres of the total acreage of the Property.
2. The setback requirements are as follows:
 - a. 100 feet on the western portion of the property;
 - b. 40 feet on the eastern portion of the property; and OK
 - c. 350 feet from Gilmer Road.

3. No building on the Property may exceed one story or a height of 15 feet above grade, whichever is lower.
4. A maximum of 5 flagpoles, each with a height of no more than 25 feet, may be installed on the Property.
5. No building or parking area on the Property may have direct access to Gilmer Road.
6. Parking spaces may be located in the 40 foot setback adjacent to the Vacated Wildlife Way in accordance with the 2008 Plans.
7. In the event that the Property is ever used for an educational center for developmentally disabled persons, the following additional conditions shall apply:
 - a. The operating hours for administrative staff shall be 8:00 a.m. – 6:00 p.m. Monday through Saturday. Operating hours for student programs shall be 8:00 a.m. – 4:00 p.m. Monday through Friday.
 - b. Fund raising events, if any, must be held during administrative staff hours and shall be limited to seminars.
 - c. Authorization to hold special events may be requested by the Tenant and are subject to prior approval by the Village Board.
 - d. The maximum occupancy of the building shall not exceed the legal capacity of the building, and shall in no event exceed 200 persons.
 - e. All students must be bused to the site in groups of no less than 10 students, except for wheelchair-bound students, who may be transported in a manner that reasonably accommodates such situations.
 - f. There shall be no retail sales or other commercial operations on the Property.
 - g. Security lighting may be permitted in accordance with applicable provisions of the Village Code, provided, however, that all lighting must be turned off by 8:00 p.m. each evening and may not illuminate neighboring properties.
 - h. No external speaker system may be installed or operated on the Property.
 - i. Any tenant operating an educational center for developmentally disabled persons on the Property must maintain all licenses required by law.
 - j.

- E. Compliance with Laws. Except as expressly approved in this Ordinance, the Zoning Code, the Subdivision Code, the Building Code, and all other applicable ordinances and regulations of the Village shall continue to apply to the Property, and the development and use of the Property shall be in compliance with all laws and regulations of all other federal, state, and local governments and agencies having jurisdiction over the Property.
- F. Other Governmental Approvals. The 2008 Plans shall not be recorded, and no work shall commence in furtherance of the 2008 Plans, unless and until the Applicant has applied for and obtained all required permits and approvals from all other federal, state, and local governments and agencies having jurisdiction over the improvements contemplated therein. To the extent such approvals are subject to conditions that affect the approved engineering and site plans, the 2008 Plans shall not be recorded unless and until the Village Engineer approves any necessary revisions to the approved engineering and site plans and confirms that such revisions do not materially change other elements of the 2008 Plans.
- G. Amended and Restated Plat Approvals. The Applicant must submit an amended and restated plat of subdivision for the Property consistent with the site plan presented to the Plan Commission ("**Amended and Restated Plat**"). The Amended and Restated Plat must include (i) a scenic corridor easement, (ii) a 25-foot pathway easement with access language acceptable to the Village Attorney located within the scenic corridor on the Property, and (iii) a notation of the vacation of Vacated Wildlife Way. The Village Manager and Village Attorney shall confirm that the Amended and Restated Plat conforms in all manners to the terms of this Ordinance and direct the Applicant to make any final technical changes as required herein. Upon satisfactorily completing such changes, the Applicant shall secure all required signatures upon the Amended and Restated Plat before presenting the Amended and Restated Plat for signature by Village officials. In addition, before the Village President or Village Clerk shall execute or attest the Amended and Restated Plat, the Applicant shall pay any outstanding invoices for fees and costs as provided in Subsection 4.H of this Ordinance. Following the execution and attestation of the Amended and Restated Plat by the Village President and Village Clerk, the Village shall cause the Amended and Restated Plat to be recorded in the office of the Lake County Recorder. No certificate of occupancy for the 2008 Plans and no sales of the Property as a whole (unless approved pursuant to Subsection 4.I) or any portion thereof shall occur prior to the recording of the Amended and Restated Plat.
- H. Fees and Costs. The Applicant shall be responsible for paying all applicable fees relating to the granting of the approvals set forth herein in accordance with the Long Grove Zoning Code. In addition, the Applicant shall reimburse the Village for all of its costs (including without limitation engineering, planning, and legal expenses) incurred in connection with the review, consideration, approval, implementation, or enforcement of this Ordinance. Any amount not paid within 30 days after delivery of a demand in writing for such payment shall, along with interest and the costs of collection, become a lien upon the Property, and the Village shall have the right to foreclose such lien in the name of the Village as in the case of foreclosure of liens against real estate.

- I. Transferees. The rights and obligations set forth in this Ordinance shall be binding on the Applicant and upon any and all of the Applicant's heirs, successors, and assigns, and upon any and all successor legal or beneficial Applicants of all or any portion of the Property. To the extent that a successor becomes bound to the obligation created herein pursuant to a transferee assumption agreement acceptable to the Village, and such successor demonstrates to the Village that it has the financial viability to meet the obligations herein, the Applicant shall be released from its obligations under this Ordinance to the extent of the transferee's assumption of such liability. The failure of the Applicant to provide the Village with an enforceable transferee assumption agreement as herein provided shall result in the Applicant remaining fully liable for all of its obligations under this Ordinance but shall not relieve the transferee of its liability for all such obligations as a successor to Applicant.

In addition, any violation of this Ordinance shall be deemed a violation of the Long Grove Zoning Code and shall subject the Applicant to enforcement proceedings accordingly.

SECTION FIVE: Supersedence. This Ordinance, upon taking full force and effect and the recording of the 2008 Plans and Amended and Restated Plat as provided in Sections 4.F and 4.G, will supersede in their entirety the Waud Farm Phase I PUD approvals.

SECTION SIX: Effective Date. This Ordinance shall be in full force and effect from and after its passage, approval, and publication in pamphlet form in the manner provided by law; provided, however, that this Ordinance shall be of no force or effect unless and until the Applicant has (i) caused a duly authorized persons to execute and (ii) thereafter files with the Village its unconditional agreement and consent, in the form attached hereto as Exhibit C and by this reference incorporated herein and made a part hereof; provided further that, if the Applicant does not so file its unconditional agreement and consent within 30 days following the passage of this Ordinance, the Village Board may, in its discretion and without public notice or hearing, repeal this Ordinance and thereby revoke the special use permits granted in this Ordinance. Upon this Ordinance having full force and effect, the Village Clerk shall cause it to be recorded in the Office of the Lake County, Illinois Recorder of Deeds.

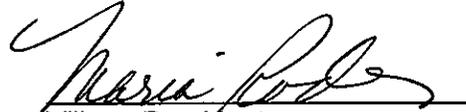
PASSED THIS 10th DAY OF FEBRUARY, 2009.

AYES: Acuna, Barry, Hannon, Lazakis, Rodriguez, Schmitt and Wachs

NAYS: None

ABSENT: None

APPROVED this 10th day of February, 2009.


Village President

ATTEST:


Village Clerk

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EXHIBIT A

Legal Description of Property

EXHIBIT B

2008 Plans

EXHIBIT C

Unconditional Agreement and Consent

Pursuant to Section Six of Long Grove Ordinance No. 2009-O-~~03~~, and to induce the Village of Long Grove to grant the approvals provided for in such Ordinance, the undersigned acknowledges for the Applicant and the Applicant's successors and assigns in title to the Property that the undersigned

1. has read and understands all of the terms and provisions of said Ordinance No. 2009-O-~~03~~;
2. hereby unconditionally agrees to accept, consents to, and abides by all of the terms, conditions, restrictions, and provisions of this Ordinance, the Waud Farm Phase I PUD, the Long Grove Zoning Code, and all other applicable codes, ordinances, rules, and regulations;
3. acknowledges and agrees that the Village is not and shall not be, in any way, liable for any damages or injuries that may be sustained as a result of the Village's issuance of any permits for the use of the Property, and that the Village's issuance of any permit does not, and shall not, in any way, be deemed to insure the Applicant against damage or injury of any kind and at any time;
4. acknowledges that the public notices and hearings have been properly given and held with respect to the adoption of the Ordinance, has considered the possibility of the revocation provided for in the Ordinance, and agrees not to challenge any revocation on the grounds of any procedural infirmity or any denial of any procedural right;
5. agrees to and does hereby hold harmless and indemnify the Village, the Village's corporate authorities, and all Village elected and appointed officials, officers, employees, agents, representatives, and attorneys, from any and all claims that may, at any time, be asserted against any of these parties in connection with the Village's adoption of the Ordinance granting the approvals to the Applicant pursuant to the Ordinance; and
6. represents and acknowledges that the person signing this Unconditional Agreement and Consent is duly authorized to do so on behalf of the Applicant and the Owner of the Property.

[Signatures continued on following page.]

MAT HOLDINGS, INC.

Mary M. Hall President

ATTEST

Burse

OWNER OF RECORD: FOUR SEASON REAL ESTATE INVESTMENTS,

Sunny Wang

ATTEST

Burse