

**MEMORANDUM OF AGREEMENT AMONG  
SB ONE WINNETKA, LLC,  
THE ILLINOIS ENVIRONMENTAL PROTECTION AGENCY, AND THE  
ILLINOIS STATE HISTORIC PRESERVATION OFFICER  
REGARDING DEMOLITION AND NEW CONSTRUCTION OF  
A MIXED-USE DEVELOPMENT (ONE WINNETKA) AT  
714-716 ELM ST., 718-732 ELM ST., 736 ELM ST., 740 ELM ST., 511-513 LINCOLN  
AVE. (A.K.A. FELL STORE), 515 LINCOLN AVE. IN  
WINNETKA, ILLINOIS  
(SHPO LOG #012072017)**

**WHEREAS**, SB One Winnetka, LLA, (Owner), plans to undertake demolition of 714-716 Elm Street, 718-732 Elm Street, 736 ELM Street, 740 Elm Street, 511-513 Lincoln Avenue (a.k.a. the Fell Store), and 515 Lincoln Avenue in Winnetka, IL, and construct a new building (Undertaking); and

**WHEREAS**, the project requires a National Pollutant Discharge Elimination System (NPDES) Permit for Construction Activities from the Illinois Environmental Protection Agency (IEPA), thereby making the project an Undertaking subject to review under the Illinois State Agency Historic Resources Preservation Act (20 ILCS 3420) (Act); and

**WHEREAS**, the Illinois State Historic Preservation Office (SHPO) determined on August 17, 2017 that the buildings at 714-716, 718-732, 736, and 740 Elm Street are eligible for listing on the National Register of Historic Places (NRHP) and had previously determined that the building at 511-513 Lincoln Avenue (a.k.a., The Fell Store) is eligible for listing on the NRHP; and

**WHEREAS**, the SHPO currently resides within the Illinois Department of Natural Resources (IDNR), and the Director of IDNR, Wayne A. Rosenthal, is the duly designated State Historic Preservation Officer; and

**WHEREAS**, the responsibilities of the SHPO under the Act are (1) to assist, to the fullest extent possible, the State agencies in their identification of properties for inclusion in an inventory of historic resources, including provision of criteria for evaluation; (2) provide information concerning professional methods and techniques for preserving, improving, restoring, and maintaining historic resources when requested by State agencies; and (3) help facilitate State agency compliance with this Act; and

**WHEREAS**, the SHPO has determined that the Undertaking will have an adverse effect on the historic buildings that are eligible for the NRHP; and

**NOW, THEREFORE**, the Owner, IEPA, and SHPO agree that the Undertaking shall be implemented in accordance with the following stipulations in order to mitigate the adverse effects of this Undertaking to the NRHP eligible properties as a result of this project.

## STIPULATIONS

### I. MITIGATION

- A. The Owner shall retain a historical contractor of its choice (Contractor) who meets the Secretary of the Interior's Qualifications (36 CFR 61) to complete the mitigation measures described below. The Contractor must consult with SHPO of IDNR prior to the initiation of the work to ensure that expectations are understood.
- B. Prior to the completion of the construction of the new building, The Owner will ensure that the following is carried out and completed by the Contractor:
1. Historic Illinois Buildings Survey (HIBS) Level III recordation of the buildings at 714-716, 718-732, 736, and 740 Elm Street, and 511-513 Lincoln Avenue (a.k.a., The Fell Store) in Winnetka, IL. The recordation will consist of:
    - a. Sketch plans, drawn in computer assisted drafting (CAD) format, of the buildings in current condition.
    - b. Black and white digital photography of the buildings produced on archivally stable photographic paper to include the building site, exterior elevations, distinctive exterior architectural features, and significant interior spaces and features.
    - c. Written historic narrative and context of the buildings, and a written architectural description of the buildings using HIBS designated outline format.
    - d. Clear copies of historic plans or drawings, if available.
  2. Upon completion of the fieldwork portion of the HIBS documentation, the Contractor shall contact SHPO of IDNR to confirm in writing that all of the information necessary to complete HIBS documentation has been collected. Upon SHPO of IDNR agreement, the demolition of the buildings may commence.
  3. SHPO of IDNR will review draft photos and field notes and accept or reject the submittal in accordance with HIBS Standards. Upon acceptance of the 95% submission in writing, the Owner and the Contractor will complete the final documentation and deliver to the SHPO of IDNR one standard copy and one digital copy on a gold CD of all accepted documentation in an archival clam-shell box.
  4. Copies of the completed HIBS documentation will be deposited with the Abraham Lincoln Presidential Library in Springfield, Illinois.
- C. Prior to the completion of the construction of the new building, the Owner will ensure that the following measure is carried out and completed by the Contractor:  
A historic survey and architectural context statement of mid-20<sup>th</sup> Century (1930-1985) commercial buildings in Village of Winnetka and in the North Shore communities of Wilmette, Glencoe, and Highland Park.

## II. DURATION

This agreement will be null and void if its stipulations are not carried out within two (2) years from the date of its execution. Prior to such time, the Owner may consult with the other signatories to reconsider the terms of the agreement and amend it in accordance with Stipulation V AMENDMENTS below. The Owner shall notify the signatories as to the course of action it will pursue.

## III. POST-REVIEW DISCOVERIES

If potential historic properties are discovered or unanticipated effects on historic properties found, the Owner shall consult with the SHPO immediately and make reasonable efforts to avoid, minimize, or mitigate adverse effects to such properties. In the event of an unanticipated discovery of human remains or burials, the Owner understands and agrees that it must immediately stop work within the area of discovery, notify the SHPO, and comply with the Human Skeletal Remains Protection Act (20 ILCS 3440) as administered by the SHPO, which provides that no human skeletal remains shall be disturbed without a permit issued by the SHPO.

## IV. DISPUTE RESOLUTION

Should any signatory to this agreement object at any time to any actions proposed or the manner in which the terms of this agreement are implemented, the Owner shall consult with the signatories to resolve the objection. If the signatories cannot agree regarding a dispute, the signatories shall utilize the procedures provided in 20 ILCS 3420/4e.

## V. AMENDMENTS

This agreement may be amended when such an amendment is agreed to in writing by all signatories. The amendment will be effective on the date a copy signed by all of the signatories.

## VI. TERMINATION

If any signatory to this agreement determines that its terms become impossible to carry out, that party shall immediately consult with the other parties to attempt to develop an amendment per Stipulation V above. If within thirty (30) days an amendment cannot be reached, any signatory may terminate the agreement upon written notification to the other signatories.

EXECUTION of this Memorandum of Agreement and implementation of its terms evidences that the Owner and IEPA have afforded the SHPO an opportunity to comment on the effects of the Undertaking in compliance with the Act.

[Signature pages to follow]

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(SHPO LOG #012072017)**

**SIGNATORY**

SB ONE WINNETKA, LLC (Owner)

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

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(SHPO LOG #012072017)**

**SIGNATORY**

ILLINOIS ENVIRONMENTAL PROTECTION AGENCY

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

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**SIGNATORY**

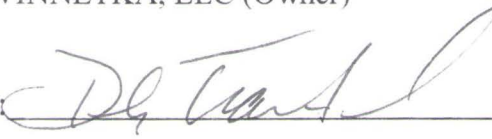
ILLINOIS STATE HISTORIC PRESERVATION OFFICER

By: \_\_\_\_\_ Date: \_\_\_\_\_  
Wayne A. Rosenthal, Director, Illinois Department of Natural Resources,  
and Illinois State Historic Preservation Officer

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SIGNATORY

SB ONE WINNETKA, LLC (Owner)

Signature:  Date: 10/1/18  
Name: David M. TRANOS  
Title: Manager