

ORDINANCE NO. 022-54

AN ORDINANCE AUTHORIZING AN
AGREEMENT AND
ACKNOWLEDGEMENT OF
EASEMENT WITH JRTC HOLDINGS,
LLC FOR RENOVATION, OPERATION,
AND MAINTENANCE OF THE
CHICAGO TRANSIT AUTHORITY
CLARK/LAKE STATION AT THE
FORMER STATE OF ILLINOIS
CENTER BUILDING, CHICAGO,
ILLINOIS

WHEREAS, The City of Chicago ("City") constructed and owns the rapid transit station ("Fixed Facility") within the former State of Illinois Center ("Building") at Clark and Lake Streets in Chicago, Illinois pursuant to the certain easement that the State of Illinois (State") granted to the City dated August 7, 1984, and recorded February 6, 1985, in Cook County, Illinois as Document Number 27434971 (the "City Easement"); and

WHEREAS, The Chicago Transit Authority ("Authority"), as owner and operator of the mass transit system in the City of Chicago, operates and maintains the Fixed Facility pursuant to that certain easement the State granted to the CTA dated August 7, 1984, and recorded October 16, 1984, in Cook County, Illinois as Document Number 27295872 (the "CTA Easement," and together with the City Easement, the "Easements"); and

WHEREAS, The City, the Authority and the State are parties to that certain Agreement for Construction, Operation, and Maintenance of Fixed Facility dated September 10, 1984 ("Original Agreement") which provides for, among other things, the ownership, construction, operation, and maintenance of the Fixed Facility as a mass transportation center; and

WHEREAS, The Authority and the State entered into a certain agreement for the operation and maintenance of the Fixed Facility dated October 27, 1989, as later amended ("1989 Agreement"); and

WHEREAS, The State desires to sell a portion of the Building to an affiliate of the Prime Group, Inc., anticipated to be known as JRTC Holdings, LLC, an Illinois limited liability company ("Owner"), and the Owner desires to renovate the Building subject to the Easements; and

WHEREAS, The Authority has negotiated an agreement with the Owner for the Authority's continued operation and maintenance of the Fixed Facility pursuant to which the Owner agrees not to disturb the Authority's or City's rights under the Easements and acknowledges that it is assuming all of the State's obligations under the Original Agreement, and the Authority agrees to the replacement of the State with the Owner as a party to the Easements ("Agreement"); and

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WHEREAS, The Agreement requires the Owner and its agents to defend and indemnify the Authority and the City for the Owner's or its contractors' or subcontractors' negligence or willful misconduct and requires the Authority to defend and indemnify the Owner and the City for the Authority's or its agents' willful misconduct or negligent operation and maintenance of the Fixed Facility and the conducting of trains through the station; and

WHEREAS, The Authority and the State have agreed to enter into a separate agreement to terminate the 1989 Agreement; now, therefore:

BE IT ORDAINED BY THE CHICAGO TRANSIT BOARD
OF THE CHICAGO TRANSIT AUTHORITY:

SECTION 1. The Chairman of the Transit Board, or his designee, is authorized to execute an Agreement with the Owner for the renovation, operation, and maintenance of the Chicago Transit Authority station within the State of Illinois Center, located at Clark and Lake Streets, Chicago, Illinois.

SECTION 2. The Agreement replaces the State of Illinois with the Owner as a party to the Easements, requires the Owner to confirm that it shall not disturb or disrupt the City's or the Authority's rights under the Easements, requires the Owner to indemnify the Authority and the City for the negligence or willful misconduct of the Owner or its agents and requires the Authority to indemnify the Owner and the City for the Authority's or its agents' willful misconduct or negligent operation and maintenance of the Fixed Facility and the conducting of trains through the station, requires the Owner to acknowledge that it is assuming all of the State's obligations under the Original Agreement between the State of Illinois, City of Chicago, and the Authority dated September 10, 1984, and contains such other terms as are substantially in conformance with the Agreement for Renovation, Operation, and Maintenance of Fixed Facility and Acknowledgement of Easement (Relating to Clark/Lake Rapid Transit Station in James R. Thompson Center) attached as Exhibit A hereto.

SECTION 3. The Chairman, or his designee, is further authorized to execute an agreement with the State of Illinois to terminate the agreement between the Authority and the State for the operation and maintenance of the Fixed Facility dated October 27, 1989.

SECTION 4. The Chief Infrastructure Officer, or his designee, is authorized to take such actions and execute such documents or agreements as may be required in connection with the Owner's renovation and operation of the State of Illinois Center, located at Clark and Lake Streets, Chicago, Illinois, with respect to the Fixed Facility;

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provided, that any such agreement that requires an expenditure of Authority funds will require Board approval.

SECTION 5. The Chairman, or his designee, is further authorized to take such actions and execute such documents as may be necessary to implement the objectives of this ordinance.

SECTION 6. This ordinance shall be in full force and effect from and after its passage.

APPROVED:

PASSED:

Chairman

May 11, 2022

Assistant Secretary

May 11, 2022