

CONTRACT TO PURCHASE REAL ESTATE

We offer to purchase from Seller the following described real estate, together with all improvements thereon and all appurtenant rights, the following property:

6553 Montgomery Road; Cincinnati, Hamilton County, Ohio 45213
Parcel ID: 128-0002-0096-00

The above described real estate shall include all land and appurtenant rights, also all buildings, fixtures, heating, electrical and plumbing fixtures and facilities, window shades, venetian blinds, awnings, curtain rods, screens, storm windows and storm doors, wall-to-wall carpeting, stair carpeting, built-in kitchen appliances, landscaping and shrubbery, and attached radio and/or television aerials.

**Property to be sold "As Is" Seller not responsible for any repairs*
The purchase price for the property is \$215,000.00 and is payable as follows: Refundable earnest money deposit in the amount of \$20,000 to be held in escrow with a title agent, is due and payable upon execution of this Contract with the remainder due at closing. *JTC 2/27/19*

** After 30 days the Earnest Money is "Non Refundable"*
Buyer has a sixty (60) day physical inspection period which commences on the date of execution of this Contract. Such physical inspection period shall include environmental and general building inspections. *ADK 2/27/19*

Title to the above described real estate is to be conveyed by Warranty Deed with release of dower, on or before thirty (30) business days from the expiration of the physical inspection period; said title to be free, clear and unencumbered, subject to zoning regulations of record, and except easements and restrictions of record.

Possession is to be given on or before the date of closing.

Non-delinquent real estate taxes and any assessments will be prorated by the parties as of the date of Closing using the most recent real estate tax bill available at Closing, with Seller being responsible for such taxes through and including the date of Closing. If, after Closing when the actual real estate tax bill is issued which covers such proration period, the proration using such actual real estate tax bill varies from the proration at Closing using the most recent tax bill then available, then such proration shall be recalculated using such actual real estate tax bill, at the request of either party. Any amount due as a result of such revised proration shall be paid within thirty (30) days after written request from either party to the other. Any delinquent real estate taxes and assessments, and any penalties or interest thereon, outstanding as of the Closing will be satisfied by Seller. Seller will pay for (i) transfer taxes and conveyance fees; (ii) the cost of preparation of the Deed; (iii) cancellation of any existing mortgages or other encumbrances on the Property; and (iv) all other costs and expenses which may be allocated to Seller by other provisions of this Agreement. Purchaser will pay for recording of the Deed and all other costs and expenses, which may be allocated to Purchaser by other provisions of this Agreement.

Rental and operating expenses shall be prorated as of the date of transfer of title. Seller agrees that at the time of transfer of title, the above described real estate, and all items thereof, be in the same condition as on the date of this offer, reasonable wear and tear excepted. This offer when accepted, comprises the entire agreement of Purchaser and Seller, and is agreed that no other representations or agreements have been made or relied upon.

This offer, when accepted, shall constitute a binding contract to be binding upon the parties and their heirs, personal representatives, executors, administrators and assigns.

This offer is to remain open for acceptance until March 1, 2019 at 5:00 p.m. EST.

SELLER:

By:  William G. J.
Its: SKYY PROPERTIES
Date: February 25, 2019

PURCHASER:

RECKMAN PROPERTIES
By: 
Arthur J. Reckman
Date: February 21, 2019



Kennedy Heights

April 18, 2019

City of Cincinnati DCED
805 Central Ave, Suite 710
Cincinnati, OH 45202

To Whom It May Concern:

Kennedy Heights Development Corporation (KHDC) is deeply appreciative for the opportunity to submit a 2019 NBDIP application for our Montgomery Road Affordable Senior Housing Project. As a neighborhood with a high population of seniors who wish to continue aging in community, it's vital that we provide a safe, affordable option for our neighbors while bringing economic development to Kennedy Heights.

We are proud to partner with Episcopal Retirement Services and Model Group on our vision to bring a mixed-use affordable senior housing development to the heart of our Montgomery Road Business District. With a track record of great success in other Cincinnati neighborhoods, we look forward to a bright future of cultivating change and growing community in Kennedy Heights.

With thanks,

Jamie Carr
KHDC Board President

Christine Crowe
KHDC Project Director

Kennedy Heights Development Corporation
P.O. Box 36337
Cincinnati, OH 45236
Kennedyheightsdc1@gmail.com

Cultivating Change, Growing Community



Episcopal Retirement Services

City of Cincinnati DCED
805 Central Avenue, Suite 710
Cincinnati, OH 45202

To whom it may concern:

Episcopal Retirement Services Affordable Living is pleased to work with Kennedy Heights Development Corporation (KHDC) in their application for 2019 Neighborhood Business District Improvement Program.

We are in the early stages of accumulating land for a development of Senior Affordable housing to be developed in Kennedy Heights in partnership with Kennedy Heights Development Corporation. Our efforts to this time have looked at the corridor along Montgomery Road. We are in the early stages but envision a Low Income Housing Tax Credit senior affordable project of approximately 50 units. We believe that this project would aid Kennedy Heights in two ways. It would further the revitalization of the Montgomery Road area, and it would provide much needed housing for seniors with low to moderate incomes in the neighborhood. The market study we commissioned from Vogt Strategic Insights, shows a huge need in that area and we know that Episcopal Retirement Services Affordable Living can develop the right structure and ongoing operation to be a great partner for KHDC just as we have for other neighborhoods around the City of Cincinnati.

Thank you for your consideration.

A handwritten signature in black ink that reads "K. Jay Kittenbrink".

K. Jay Kittenbrink
Manager Senior Development
Episcopal Retirement Services Affordable Living

April 18, 2019

Mr. Bob Bertsch
Development Manager
City of Cincinnati DCED
805 Central Avenue, Suite 710
Cincinnati, OH 45202

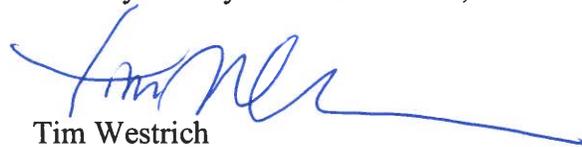
Dear Mr. Bertsch:

The Model Group is proud to partner with the Kennedy Heights Development Corporation (KHDC) in their 2019 application for the Neighborhood Business District Improvement Program.

While we are still working out some of the finer details, The Model Group plans to partner with KHDC to build a new construction senior housing building at 6543 to 6549 Montgomery Road, after those properties are acquired by KHDC. Model's co-developer would be Episcopal Retirement Services (ERS), one of the city's best providers of senior affordable housing. We have been involved in many neighborhood revitalization projects throughout the years, and believe a project of this kind could both remove blighted projects in the heart of the Kennedy Heights retail district, and also add high-quality senior housing to the neighborhood.

The Model Group view this project as an important investment in the redevelopment of Kennedy Heights

Thank you for your consideration,



Tim Westrich
Developer
The Model Group

Michelle Dillingham
Kennedy Heights Community Council
P.O. Box 36318, Cincinnati, OH 45236

April 13, 2014

Mr. Jeff McElravy, Interim Director
Department of Trade & Development
805 Central Avenue, Suite 710
Cincinnati, Ohio 45202

Dear Mr. McElravy,

I'm writing to you on behalf of the Kennedy Heights Community Council to inform you that the Kennedy Heights Community Council fully supports the development of the Kennedy Heights Cultural Center at 6620 Montgomery Road. The Kennedy Heights Development Corporation, in partnership with our organization, has engaged our community and fostered widespread support for the project.

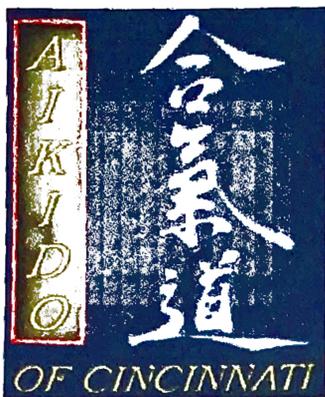
As you know, Kennedy Heights is a transformative neighborhood. Successful completion of this project is critical to continue of the revitalization of our business district. Your support would help us realize our vision of establishing Kennedy Heights as an arts and education destination.

We appreciate your thoughtful consideration of this application.

Sincerely,

A large, fluid, handwritten signature in black ink, likely belonging to Michelle Dillingham, extending across the width of the page.

Michelle Dillingham
President, Kennedy Heights Community Council



Aikido of Cincinnati, Inc.

6620 Montgomery Rd. Unit 3

Cincinnati, Oh 45213

513-561-7202

March 17, 2019

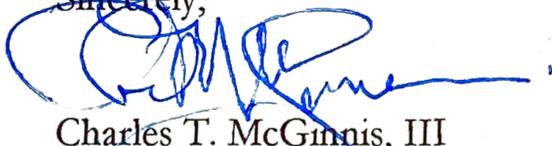
To Whom It May Concern:

I am writing in support of the proposal by the Kennedy Heights Development Corporation (KHDC) to build an affordable mixed use senior housing development on Montgomery Road in the Kennedy Heights neighborhood. This project will provide much needed housing in the neighborhood, allowing seniors to remain among their families, friends and neighbors.

As one of the unit owners in the Kennedy Heights Community Cultural Center, Aikido of Cincinnati has benefited from the vision and efforts of KHDC to revitalize the community. The proposed project would further that goal by replacing a number of properties that have been problematic over the years with a development that would further enhance the community. This project, along with KHDC's prior successful efforts, including redevelopment of our present location, can provide additional impetus for positive development in Kennedy Heights.

Aikido of Cincinnati strongly supports this proposal and looks forward to its successful implementation.

Sincerely,



Charles T. McGinnis, III
President and Chief Instructor,

Member: **United States Aikido Federation**
142 West 18th Street
New York, NY 10011





March 21, 2019

To Whom It May Concern:

I am writing in support of the Kennedy Heights Development Corporation's (KHDC) proposal to create a mixed-use affordable senior housing development on Montgomery Road in Kennedy Heights, in partnership with Episcopal Retirement Services and Model Group.

KHDC's proposal would not only expand the housing stock in the neighborhood, diversify the range of affordable housing choices, and provide an opportunity for seniors to age in the community—it would contribute significantly to our neighborhood's vitality.

The identified properties are located directly across the street from Kennedy Heights Montessori Center and two of the properties have consistently been a problem due to poor upkeep and appearance, vacancy and neglect, and uses inconsistent with community values. To see these eyesores turned into productive and positive use will have a huge impact on our community.

As a Montessori school with a strong commitment to racial and economic diversity in our classrooms and our community, we wholeheartedly and enthusiastically endorse this proposal.

Best regards,

Kristen Fiorino
Executive Director



March 14, 2019

To Whom It May Concern:

I am writing in support of the Kennedy Heights Development Corporation's (KHDC) proposal to create a mixed-use affordable senior housing development on Montgomery Road in Kennedy Heights, in partnership with Episcopal Retirement Services and Model Group. We couldn't be more excited about this project!

KHDC's proposal would not only expand the housing stock in the neighborhood, diversify the range of affordable housing choices, and provide an opportunity for seniors to age in the community—it would contribute significantly to our neighborhood's vitality.

The identified properties are located directly across the street from Kennedy Heights Arts Center, as well as nearby the Kennedy Heights Cultural Campus which contains our Lindner Annex. Two of the properties KHDC is seeking to acquire have consistently been a problem due to poor upkeep and appearance, vacancy and neglect, and uses inconsistent with community values. To see these eyesores turned into productive and positive use will have a huge impact on our community.

This development would build on neighborhood revitalization efforts by Kennedy Heights Arts Center and others which have invested more than \$3.5 million in the neighborhood business district on Montgomery Road to date. It would likely have a catalytic effect on further community development as well.

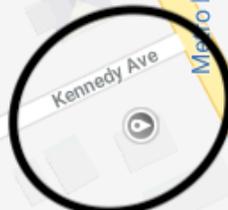
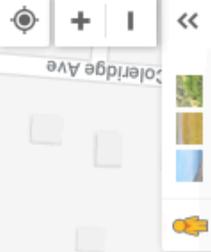
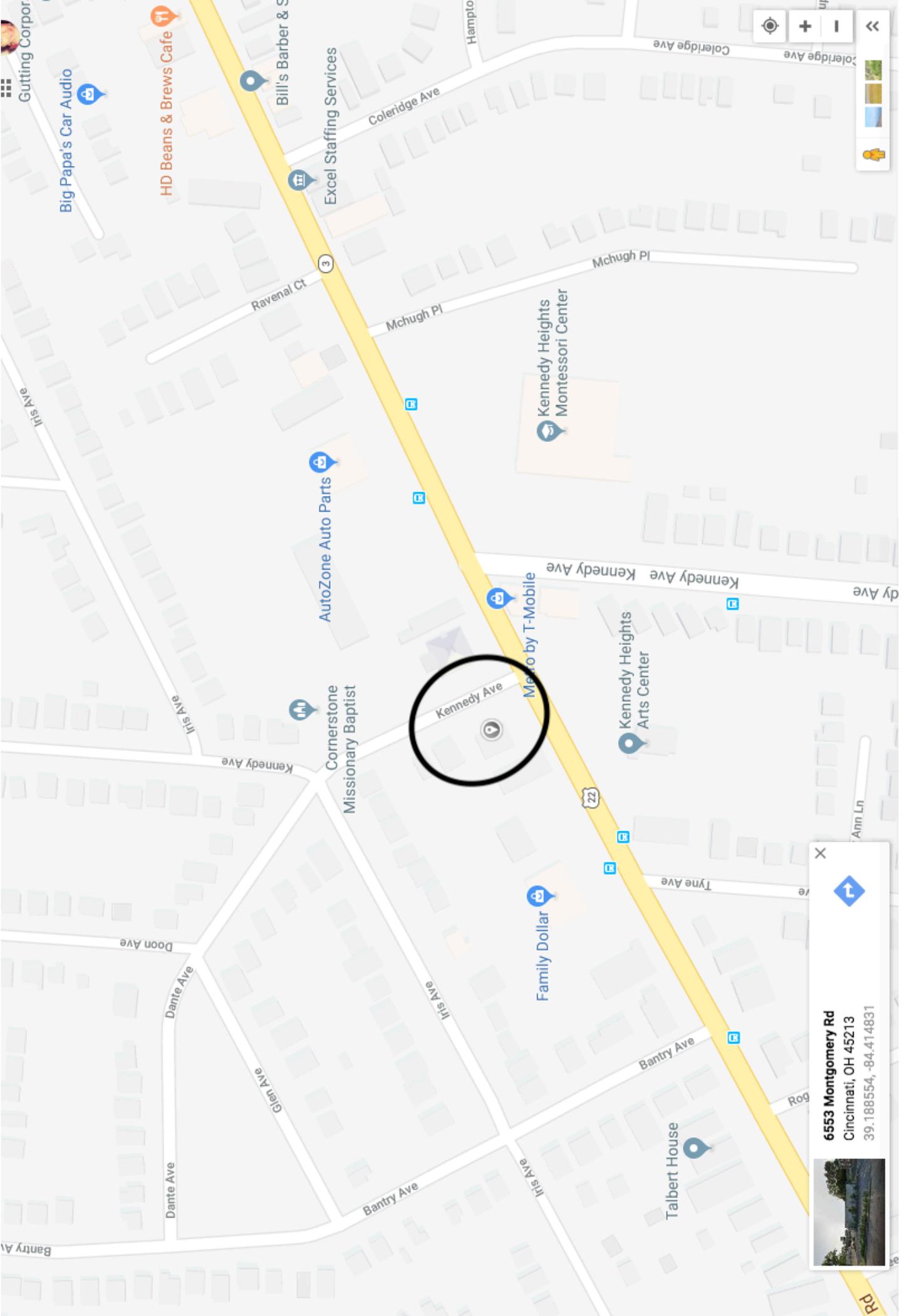
As a community arts center, we would welcome the opportunity to serve older adult residents in the proposed development with arts and cultural activities that enhance quality of life.

We wholeheartedly and enthusiastically endorse this proposal.

Best regards,

A handwritten signature in blue ink that reads "Ellen Muse-Lindeman".

Ellen Muse-Lindeman
Executive Director



6553 Montgomery Rd
 Cincinnati, OH 45213
 39.188554, -84.414831



Big Papa's Car Audio

HD Beans & Brews Cafe

Bill's Barber & S

Excel Staffing Services

AutoZone Auto Parts

Cornerstone
Missionary Baptist

Family Dollar

Me to by T-Mobile

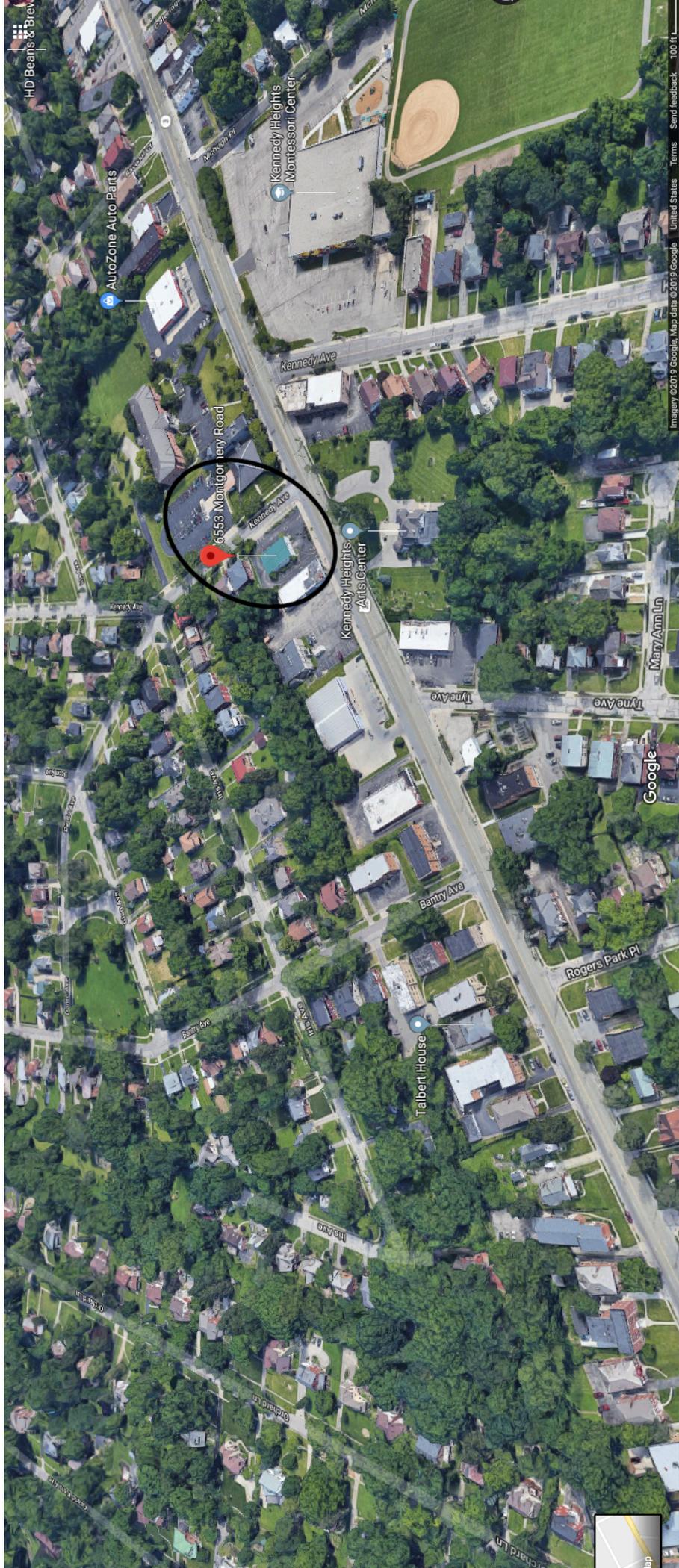
Kennedy Heights
Montessori Center

Kennedy Heights
Arts Center

Talbert House

X







List of real estate development projects by the applicant and their partners

Kennedy Heights Development Corporation:

- In 2012 KHDC purchased the long-vacant site of a former Kroger store at 6620 Montgomery Road, the corner of Montgomery and Kennedy. With \$3 million in funding raised, the 32,000 square feet of space was redeveloped into three separate commercial spaces and transformed into the Kennedy Heights Cultural Campus. In 2017 the last of the three units was purchased and the Cultural Campus is now the permanent home of Kennedy Heights Montessori Center, Aikido of Cincinnati and the Kennedy Heights Arts Center Lindner Annex.

Episcopal Retirement Services Affordable Living and/or The Model Group:

- The Elberon Apartments was a conversion of a historic vacant and blighted structure in Price Hill. This adaptive reuse created 37 new units of affordable senior housing, which is jointly owned by Episcopal Retirement Services Affordable and The Model Group and is operated by Episcopal Retirement Services Affordable Living LLC. The Elberon opened in March, 2012 and was fully leased within months and has a lengthy waiting list
- The Central Parkway YMCA project (now known as Parkway Place) was also a adaptive reuse of a historic vacant structure in Over-the-Rhine converted into 65 units of Senior affordable housing. The \$11.4 Million project was a joint effort between The Model Group, Cincinnati Metropolitan Housing Authority and Episcopal Retirement Services Affordable Living, which was completed in August 2016, is fully leased, and has a lengthy waiting list.
- Knowlton Place was a ground up new construction of 56 new senior units in the Northside neighborhood with a total budget of \$10.6 Million. The project was completed and opened for residents on August 1, 2017 and was fully leased by the end of 2017 and still has a lengthy waiting list.
- Marlowe Court was also a ground up new construction of 53 affordable senior units with approximately 5000 square feet of storefront retail/commercial in the

College Hill neighborhood. The \$10.5 Million project was completed in December 2017 and opened to residents. Over 400 applications were received for the 53 units and this project is fully leased and operates with a long waiting list.

- The Manse Apartments is a project developed by The Model Group, which will be operated and managed by Episcopal Retirement Services Affordable Living. The 60 units of senior affordable housing will be a combination of reuse of an old historic hotel and construction of new structures on the same campus. This project is still completing the financial closing and will begin construction later this year.
- Scheper Ridge is a planned 48 unit new construction of senior affordable living in Florence Kentucky. The budget for this project is just more than \$9 Million and will be in construction in early 2020.

modelgroup

DEVELOPMENT • CONSTRUCTION • MANAGEMENT

The Model Group, Inc. has grown from its initial founding in 1978 to become the premier provider of transformational neighborhood development, construction, and property management in Southwest Ohio and the Tri-State region. The Model Group family of companies consists of the following subsidiaries:

- Model Property Development, LLC
- Model Properties, LLC
- Model Construction, LLC

The Model Group is experienced in the development, construction, and management of:

- Conventional Apartments and Houses
- Urban Condominiums
- Historic Renovation
- Senior Housing
- Affordable Rental & For-Sale Housing
- Commercial & Storefront Space
- Corporate Office Space



With completed development of more than \$500 million, Model was ranked as the 6th largest Real Estate Development Company in the Cincinnati/Tri-State area in 2014 by the *Cincinnati Business Courier*, with more historic renovation experience than any other developer. Model has become recognized in the Tri-State region as the leader in the integration of world-class quality historic renovations with market rate housing in broader revitalization strategies. This has resulted in a variety of awards, including the Community Development Corporations Association of Greater Cincinnati's Most Outstanding Project of 2014, Cincinnati Preservation Association Award of Excellence, OCCH's Award for Excellence in Affordable Housing Preservation and Neighborhood Redevelopment, Greater Ohio Policy Center's Sustainable Development Award, KHC For-Profit Developer of the Year and many more.

Model stakes its reputation on the ability to effectively design and implement innovative real estate solutions for its customers and partners. The Model Group understands that successful development, ownership and management of housing centers around the property itself, the residents of the development and the neighborhood where the property is located. Clients and partners include: the Cincinnati Center City Development Corporation (3CDC), the City of Cincinnati, the City of Covington, the City of Springfield, the Housing Authority of Covington,

Kentucky Housing Corporation, Ohio Capital Corporation for Housing, the Ohio Housing Finance Agency, various banks and non-profit organizations. The Model Group recognizes the level of partnership and collaboration that is necessary to complete a successful real estate project.



Products and Services offered by Model Group

The Model Group is experienced in the development, construction and management of:

- Historic Renovation
- Conventional Apartments & Houses
- Senior Housing
- Corporate Office Space
- Tax Credit Apartments
- Condominiums
- Commercial & Storefronts
- Permanent Supportive Housing

The Model Group has expertise working within the complexities of various funding sources:

- 4% and 9% Housing Credits
- Equity Bridge Loan Program
- Affordable Housing Trust Fund Program
- Housing Development Assistance Program
- HUD Mixed Finance Projects with a PHA
- Section 8 Program
- Community Development Block Grant Program
- Compensating Balance Loan Program
- HUD Mark-to-Market Program
- New Markets Tax Credit Program
- Rental Rehabilitation Program (HOME)
- Federal and State Historic Tax Credits

The Model Group also offers consulting services in the areas of:

- Affordable Housing Financing & Development
- Neighborhood Revitalization
- Design Build Construction
- Sustainability & Green Building in Affordable Housing
- Historic Renovation

The Model Group has cultivated its institutional knowledge and experience so that it can produce affordable housing that is on the cutting edge of the industry, indistinguishable from market rate housing and contributing to revitalization in its communities.

Please contact us at 513-559-0048 or go to www.modelgroup.net to learn more.



Montgomery Road Affordable Senior Housing Project

Timeline of Development

Start	Finish	Item
<u>Acquisition Project</u>		
March 2019	June 2019	Apply for acquisition funds-CDF, NBDIP, etc.
January 2019	Fall 2020	Acquire three target properties for development
<u>Housing Project</u>		
September 2020	Feb 2021	Assemble LIHTC application, submit OHFA
May 2021		Hopeful LIHTC award
May 2021	Feb 2022	Due diligence, close LIHTC project
March 2022	Sept 2023	Construction period
Fall 2023		Certificate of Occupancy and ribbon cutting
September 2023	Dec 2023	Lease-up of building