South Side Development Area Plan

South Bend Redevelopment Commission

South Bend, Indiana

Declaratory Resolution 1914 and Plan presented to the Redevelopment Commission on November 1, 2002

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I. INTRODUCTION

A. Purpose

The purpose of this general development plan is:

1. to establish an organizing vision, mission statement, strategy and action plan for the redevelopment, revitalization and renewal of the South Side Development Area which is located in the southern quadrant of South Bend;

2. to form a new redevelopment and tax increment allocation area;

3. to support and coordinate the activities within a sales tax increment finance district proposed for designation within the Erskine Hills Sub-Area;

4. to establish the framework for a collaborative, detailed planning program involving neighborhood residents, area businesses, and civic and institutional partners, for each of the sub-areas within the larger planning and development area known as the South Side Development Area.

B. Project Area Overview

The South Side Development Area is composed of four separate sub-areas including the East Ireland Road Sub-Area, the Erskine Hills Sub-Area, the South Gateway Sub-Area and the Michigan & Main Street Commercial Corridor Sub-Area (See Map 2). The designation of this project area will allow for these four sub-areas to be developed, planned and managed in cohesive manner over the full lifespan of this development area. The designation of this project area as a redevelopment area, and the creation of both a tax increment finance (TIF) and a sales tax increment finance (STIF) district, will allow for the full set of tools and funding mechanisms to be used in redevelopment and development efforts within this project area. Brief sub-area descriptions are included within this plan, but future plans for the sub-areas will be developed as redevelopment and development activities necessitate a specific action and plan. All future sub-area plans will be developed within the context of this larger plan.

The new planning and development project area will total approximately 1070 acres of land. The land uses within the South Side Development Area include industrial, commercial, residential and public uses, park land and open

space, vacant land and public rights-of-way. While the South Side Development Area is composed of four previously noted and distinct sub-areas, several factors unite the development area through a common set of challenges and opportunities:

1. The South Side Development Area is a major gateway entry area into the city and has historically been one of the major shopping centers for South Bend and the Michiana region. The commercial aspects of the corridor originally focused on South Michigan and Main Streets, but relocated to vacant land near the Miami and Ireland area in the 1950's as the population moved south of the traditional city center areas.

2. The South Side Development Area contains several major negative physical factors that will hinder the private redevelopment of the four sub-areas. These negative features are both man-made and natural. The natural impediment to private development is the hilly terrain. The man-made impediments to private development include a large, obsolete commercial "greyfield" shopping center (Scottsdale Mall) and several smaller obsolete commercial facilities, a large "brownfield" site (Fitterling Landfill), traffic circulation issues on South Michigan Street and at the Bypass (Miami Street crossing).

3. The South Side Development Area is limited in the amount of vacant land and thus limits the amount of new development that can happen within this project area. The redevelopment planning for much of this area will require the acquisition of multiple parcels with existing improvements and then the demolition of those improvements and the site preparation of those combined parcels to allow for the new development to occur.

4. The South Side Development Area's strength has historically been its orientation to commercial retail uses. Through total area master planning of land uses, signage, traffic circulation and building requirements, the new development opportunities proposed for this project area will help strengthen and revitalize this area and will make it a destination shopping corridor for a multi-county region.

5. The South Side Development Area is surrounded by several strong residential neighborhoods as well as vacant land south of Jackson Road that will allow for the revitalized commercial corridor to service these residential areas.

6. The designation of the South Side Development Area helps to encourage and show support city government and community support of the redevelopment, development and revitalization efforts of the South Gateway Association. The City staff will continue to work with the South Gateway Association to encourage, supplement and extend their positive efforts throughout the southern quadrant of the city.

7. The revitalization and development of the South Side Development Area will help future the image that the City of South Bend is a great place to live, work shop and play and that South Bend through these efforts is a 21st Century City.

In conclusion, while the South Side Development Area is comprised of four sub-areas, a number of common challenges and opportunities are found throughout the entire planning and development area. The South Side Development Area redevelopment and revitalization strategy will operate on two levels: one, attacking problems common to the total area; and, two, devising sub-area plans that address the unique challenges and opportunities found in each of the four sub-areas.

C. Sub-Area Overview

The new South Side Development Area includes four sub-areas that are very similar in that the principal land use is commercial in nature, but each of the districts have a variety of challenges and opportunities that will direct the redevelopment and growth of these areas. A brief description of each of the four sub-areas is as follows:

1. East Ireland Road Sub-Area

The East Ireland Road Sub-Area consists of 100.3 acres and is general described as the commercial area east of York Road and principally located around the intersection of Ireland Road and Ironwood Drive. This area is mostly developed with a variety of commercial uses except for the northeast corner of the intersection of Ireland and Ironwood which was recently cleared for new development. The development challenges in this sub-area include rolling topography, the Bypass's physical location as a growth boundary, and the near total build-out of the land leaving very little vacant land. The main opportunities for this sub-area are that it is located near strong residential areas to the west and east, is a strong and established commercial nodal area, is the eastern anchor for the Erskine Hills Shopping District, is located at a major

traffic intersection (Ireland and Ironwood) and has an interchange with the Bypass .

2. Erskine Hills Sub-Area

This sub-area consists of 329.1 acres and is general described as the commercial area west of York Road west to Fellows Street and is principally located around the intersection of Ireland Road and Miami Street. This sub-area is the center of the new Erskine Hills Shopping District which extends from Ironwood on the east to Michigan on the east. This area is completely developed with a variety of commercial uses and some residential properties adjacent to the Bypass and two large non-commercial land users (Erskine Park Golf Course and the Lesea Development) that occupy a large percentage of the developmental acreage within the sub-area. The development challenges in this sub-area include the redevelopment of the Scottsdale Mall property, the need to create a traffic connection to the Bypass on Miami Street, the physical location of the Bypass as a southern growth boundary, the rolling topography and the need for private sector redevelopment and upgrade or enhancement of other commercial properties within the sub-area. The opportunities for the sub-area include its location near strong residential areas to the south, north and east, its identity as the major south side commercial node area with a strong base of community support, its central location within the Erskine Hills Shopping District, and its location at a major traffic intersection (Ireland and Miami). An additional redevelopment tool that will exist in this sub-area and not available in any of the other three sub-areas is a proposed sales tax increment finance (STIF) district that will generate additional funds from sales tax revenues. The STIF district will be centered around the Ireland and Miami intersection and will include the mall property and the two commercial centers on the southwest and northeast corners of the intersection. A map of the proposed STIF district is included as Map 3.

3. South Gateway Sub-Area

This sub-area consists of 467.8 acres and is general described as the commercial area east of Fellows Street to west of Lafayette Street and north from the Bypass to Chippewa. This sub-area is the gateway into the City from the south and will only be enhanced as the destination and entry hub to the City with the future upgrade of the US 31 Corridor to Indianapolis. This sub-area will serve as the western anchor of the Erskine Hills Shopping District and will

also serve as the southern anchor to the Michigan & Main Commercial Corridor. This area is mostly developed with a variety of commercial uses including the Kerasotes Showplace 16 Theater Complex, the O'Brien Park Complex and the Michigan/Bypass interchange. The development challenges in this sub-area includes the redevelopment of the 26 acre Fitterling Landfill property as well as the upgrade of traffic circulation and infrastructure improvements on Michigan Street and West Ireland Road. The opportunities for the sub-area include its location on a variety of major traffic intersections, the opportunity to include the theater and park and Chippewa Bowling Alley into a recreational and entertainment district for the southern end of the city as well as a multi-county region, and a strong mix of existing businesses.

4. Michigan & Main Street Commercial Sub-Area

This sub-area consists of 170.8 acres and is general described as the commercial area east of Fellows Street to west of Lafayette Street and north from the Chippewa to Ewing. This sub-area is the gateway into the City from the south and will only be enhanced as the destination and entry hub to the City with the future upgrade of the US 31 Corridor to Indianapolis. This sub-area will serve as the western anchor of the Erskine Hills Shopping District and will also serve as the southern anchor to the Michigan & Main Commercial Corridor. This area is mostly developed with a variety of commercial uses including the Kerasotes Showplace 16 Theater Complex, the O'Brien Park Complex and the Michigan/Bypass interchange. The development challenges in this sub-area includes the redevelopment and potential environmental remediation of the twenty-six acre Fitterling Landfill property as well as the upgrade of traffic circulation and infrastructure improvements on Michigan Street and West Ireland Road. The opportunities for the sub-area include its location on a variety of major traffic intersections, the opportunity to include the theater and park and Chippewa Bowling Alley into a recreational and entertainment district for the southern end of the city and neighboring multi-county region, and strong mix of existing businesses.

II. PROJECT AREA DESCRIPTION

The decision to create and designate this development area came in response to the anticipated development and redevelopment opportunities that are presenting themselves for many south side properties. The district is also being created to assist in the master planning for all aspects of the proposed redevelopment and development of this project area. The district will benefit from both a tax increment finance district and a sales tax increment finance district to aid in the redevelopment of these sub-areas. The following section provides additional information on area-wide history, conditions and trends.

A. Project Area History

As residential development began to move south out of the central city in the post war era, a commercial shopping corridor was set aside and planned for the growing south side population. As was the common planning practice for metropolitan areas in the Post-War era, the South Bend/Mishawaka/Elkhart area proposed to develop a bypass "expressway" roadway system on the south side of the cities to provide connectivity to the three population centers and ultimately connect at the west and east with the new East/West Interstate Roadway System being developed along the northern part of the state and throughout the United States. An unintended by-product of this "bypass plan" was that it set a growth boundary for the south side development of South Bend and allowed for the commercial node planned along Ireland Road east of Michigan Street to became a major regional retail commercial node. The Broadmoor Shopping Plaza, on the northeast corner of Miami & Ireland opened for business in 1954 with 17 stores and 450 parking spaces. In 1966, a conceptual development plan was presented for the southeast corner of Miami & Ireland showing a development plan for a 521,000 sq ft, all year, comfort-controlled shopping center that would serve as the first regional, multi-county, enclosed shopping mall. After a 5 ½ year delay fighting the State Highway Department on the alignment plans for the proposed bypass, Scottsdale Mall opened on August 1, 1973, with a total of 102 stores including three major anchor tenant facilities.

As a parallel to the south side development, a second, larger regional mall concept was developed in a greenfield area on Grape Road in an area recently annexed by Mishawaka. In 1979, University Park Mall opened at the intersection of Grape Road and Cleveland Road.

Over the course of the next 25 years, the Ireland Road Commercial Corridor experienced limited growth due to the lack of available vacant land and the development of the Scottsdale residential subdivision immediately adjacent to the Scottsdale Mall. The Erskine Plaza development was built in 1989 and a variety of smaller, single retail box users developed throughout the corridor spanning from Ironwood to Michigan along Ireland Road. In the late 1990s, another wave of limited development occurred along the corridor with the development of three outlots on the Mallsite, the redevelopment of the Brite-Way site (southwest corner of St. Joseph and Ireland,) and the development of the Kerasotes Theater site (See Map 4).

As part of the "boom" of development in the late 1990s, an annexation petition was filed with the City to annex 196 acres into the south side of the City. A 60 acre project area, located south of Kern Road on US 31 South, was to proposed to be developed as a new commercial node for the south side. The site was to be anchored by a Wal-Mart, a hotel and other freestanding commercial uses. The annex plan met with opposition from the surrounding property owners and a 1 year court battle ensued . When the legal fight was over and the property was finally annexed, Wal-Mart opted not to develop at that site.

With the exodus of anchor and in-line tenants from Scottsdale Mall, the loss of the new Wal-Mart development opportunity, and the continued growth of the Grape Road and Main Street Commercial Corridors on the north side of Mishawaka, the south side appeared destined for a continued decline in its commercial sector. The mall site and the surrounding commercial areas meets most of the requirements attributed to the "greyfield" planning classification and the outlook looked bleak.

In the early part of 2002, several developers presented redevelopment plans for a variety of sites within this development area. The state of the mall appears much more sure as a development group appears prepared to purchase the mall site in late 2002 and begin its redevelopment plan of the site in 2003. The planned designation of a sale tax increment finance district for a part of the Erskine Hills Sub-Area, the first such designation within the State of Indiana, will aid in the redevelopment of the mall site. Other factors will play a part in the redevelopment and revitalization of this area and help to make the Erskine Hills Shopping District, the South Gateway area and the Michigan & Main Street Commercial Corridor a renewed community asset and help to strengthen the south side as a great place to live, work, play and shop.

B. Project Area Time Line

Circa 1940	Plan for U.S. 20 Bypass on the south side of South Bend
1954	Plan for shopping center at the NE corner of Miami and Ireland (now known as Broadmoor). The shopping center is to have 17 stores and 450 parking spaces. Hilton Construction Co., Kenneth Woods, South Bend
1956	Construction begins on Broadmoor Shopping Plaza
1960	Talk of a new, multi-million dollar, shopping center at the SE corner of Miami and Ireland. 54 Acres. Neighbors fight the rezoning from residential to commercial.
	Town and Country Shopping Center breaks ground. Developers: Casto & Skilken, Columbus, OH.
1961	Town and Country opens on McKinley Avenue in Mishawaka
1966	Scottsdale Mall is conceptualized by developers Casto & Skilken, Columbus, OH. "...one of the most modern, all-weather, regional shopping centers in the world...521,000 SF all year, comfort-controlled shopping center will give the 20-county retail trade area its first and Indiana's finest regional shopping center." ($25 million project)
1970	Scottsdale Mall developers ask the State Highway Commission to alter the bypass route, moving it slightly to the south to allow additional parking for the mall. State Highway Commission denies the request. Mall developers proceed anyway.
1971	Scottsdale Mall breaks ground after a 5 ½ year delay ($12 million project)
1972	North Village Mall construction underway. Real American Development Co., South Bend. ($2.1 million project)
	Economic feasibility study conducted by a national firm indicated a tremendous need for a regional shopping center in the NE portion of the county. A 2-story 900,000 SF mall is proposed for Grape Road.

1973	(August 1) Scottsdale Mall opens with great fanfare, 52 stores with a total of 102 within 12 months. Anchors: Montgomery Ward, L.S. Ayres, Ayr-Way. $40 million cost; 2,000 jobs created; Builders: Guepel DeMars, Indianapolis
1974	Construction on University Park Mall begins
1975	North Village Mall opens on the north side of South Bend
1976	State files to condemn Scottsdale Mall property (south parking plot) in order to acquire it for the U.S. 20 Bypass. Mall files a suit stating that the State did not conduct an environmental impact study as federal funds regulate. State proceeds with their plans to build the bypass WITHOUT federal funds, thus circumventing the rule. Case goes to the U.S. Court of Appeals.
1979	University Park Mall opens in Mishawaka
1980	Center City Place mini-mall opens in downtown South Bend (next to Dainty Maid)
1982	Scottsdale Mall undergoes a $500,000 update to their colors (replacing the neutral colors of the 70's with bright colors)
1984	TriVest Group purchases the Scottsdale Mall
1987	North Village Mall goes bankrupt
	Lighthouse Place Outlet Mall opens in Michigan City (32 stores)
1988	Scottsdale Mall raises lease rates drastically as 15 year leases expire. 16 stores leave. Fourth anchor rumored to come to Scottsdale
	Broadmoor Shopping Plaza refurbished
1989	Goodrich Theaters plans 14-screen movie theater to be built on SW corner of Scottsdale Mall abutting the parking lot all the way to U.S. 20. Mall to finance the project
	Erskine Plaza opens

1990	Rezoning and variance approved for Goodrich Theaters. Construction to begin in February with an opening on July 4.
	Mass Mutual takes over management of Scottsdale Mall and assumes the $22 million mortgage
1991	L.S. Ayres announces it will close the Scottsdale Mall store.
1992	(January) Mall appeals L.S. Ayres' decision and testimony is heard before a federal judge. L.S. Ayres closes two days before the ruling is issued.
	(July) L.S. Ayres reopens
	U.S. 20 Bypass opens
1993	Scottsdale Mall is 43% leased and undergoes a $12 million renovation
1994	Scottsdale Mall renovation complete. 85% leased. Grand re-opening as the first smoke-free mall.
	Target undergoes a $1.5 million renovation
	Elder-Beerman considers opening in Scottsdale Mall as the 4th anchor. Would build on the south side, facing U.S. 20, across from L.S. Ayres on both levels of the mall.
1995	Lien filed against the new (dollar) theater and the Scottsdale Mall over an unpaid $11,250 bill for a terrazzo floor
	General Growth Management, Minneapolis takes over management of Scottsdale
	University Park Mall undergoes a $15 million renovation and L.S. Ayres expands by 38,000 SF
1997	A sound barrier wall is built along U.S. 20. Scottsdale Mall manager opposes the wall stating it blocks the view of the mall from the bypass. Wall built anyway.
	Kerasotes Theater (Showplace 16) opens on Chippewae
1998	Lighthouse Place Outlet Mall expands yet again. (now over 100 stores)

2001 Mid America takes over management of the Scottsdale Mall

2002-03 (October - February) South Bend Redevelopment Commission begins process to declare the Ireland Road and Michigan Street Corridors a development area and a sales tax increment finance district

C. Boundaries

The legal description of the South Side Development Area is attached as Exhibit C and is represented by Map 1. In general, the project area extends from Ironwood Drive to Lafayette Street along the Ireland Road Corridor and from the Bypass to Ewing along the Michigan and Main Street Corridor. The project area is approximately two miles wide along the Ireland Road Corridor and two miles high along the Michigan and Main Street Corridor. The total acreage of the development area is 1070 acres.

D. Land Use

The present land use mix totals approximately 1070 acres and is composed of a variety of uses including residential, industrial, commercial/retail, institutional, park/open space and vacant land. Map 5 shows the land uses within the development area. In descending order by acreage, the following breakout applies:

LAND USE	ACREAGE	PERCENT
Industrial		
Vacant Land		
Residential		
Right-of-Way		
Institutional		
Commercial		
Park/Open Space		
Total		

For purposes of this general plan, only broad categories of land use have been identified. As the more detailed, block-by-block plan is developed, additional maps and information will be added to this general plan.

E. Zoning

As previously noted, the South Side Development Area contains approximately 1070 acres. Map 6 shows the zoning districts within the development area. The following zoning districts can be found within the area:

"A" Residential	primarily single family
"B" Residential	single-family, duplex, multi-family, some offices
"C" Commercial	business and commercial uses
"D" Light Industrial	full range of industrial uses
"E" Heavy industrial	most intense industrial uses allowed

By acreage, the following breakdown is estimated:

LAND USE	ACREAGE	PERCENT
"A" Residential		
"B" Residential		
Total Residential		
"C" Commercial		
Total Commercial		
"D" Light Industrial		
"E" Heavy industrial		
Total Industrial		
Total		

Unlike some areas of the city, the zoning and land use patterns are generally compatible with each other and are consistent with the long-term development plans for the area. A few parcels will require a rezoning as part of a development process, but the majority of the area will remain as it is presently zoned.

F. Circulation

The key to creating a successful commercial area is developing, maintaining and planning for the traffic circulation needs of the visitors and residents to the area. The existing infrastructure in the development area accommodates the needs of the commercial areas as they presently exist. As part of the planning for the new developments within the project area, the existing infrastructure will need to be studied to identify upgrades that must be made to facilitate the proposed commercial growth. The following list of streets and associated map and table provide details about the existing infrastructure within the development area. Map 7 shows the major arterial streets that serve and define the development area. Table 1 and1A detail the traffic count numbers for each of the listed arterial streets within the development area. A reference point for the traffic counts is denoted on Maps 8 and 8A. Several district sub-areas are formed and linked together by these major streets:

1. *Michigan Street*, a major gateway into the community and downtown area, is an arterial which carries an annual average daily traffic count of 18,343 vehicles. This one-way north street pairs with Main Street, a one-way south major arterial. Michigan Street is a major commercial strip that reflects the history, conditions, and trends of commercial district development and change. The inner-city portions of Michigan Street have deteriorated and are now part of a redevelopment and neighborhood business district revitalization program. Many vacant, underused and deteriorated storefronts and vacant lots represent both a revitalization challenge and opportunity. Michigan Street is connected to the Bypass by a free-flow clover leaf interchange.

2. *Main Street* is the one-way south street that pairs with Michigan Street. Main Street carries an annual average daily traffic count of 13,565 vehicles and serves as a major warehouse/distribution, business services, light industrial, and wholesaler corridor.

3. *Ewing Avenue* is located along the northern edge of the South Side Development Area and is the dividing line between th is district and the Sample-Ewing Development Area. This arterial originates on the far western edge of the Sample-Ewing Development Area at S.R. 23 (Prairie Avenue) and runs east to the South Bend-Mishawaka city limits. Ewing intersects with Michigan and Main

Streets as well as with Miami Street and Ironwood Drive. Ewing is, for the most part, surrounded by residential development, park, open space and educational uses.

4. *Ireland Road* is the east-west axis of this development area and is a parallel local road located north of the Bypass. Ireland Road is the location of the Erskine Hills Shopping District which runs along Ireland Road from Ironwood to Michigan. Ireland Road is the principal location of the major commercial centers proposed for redevelopment in this corridor.

5. *Miami Street* is a north-south roadway that extends from Lincolnway East (LWE) south into the unincorporated areas south of the City. Miami is the main residential connector roadway into the Erskine Hills area connecting all of the residential areas south of the Bypass and all areas north of the Broadmoor Plaza and Erskine Park Golf Course to Ireland Road. Miami will also be the corridor axis connecting the Erskine Hills area to the Miami Village area. As part of the development of this sub-area, a partial or full interchange connection to the Bypass is planned as a component of the redevelopment of the mall property.

6. *Ironwood Drive* is a north-south roadway that extends from the northern end of the county all the way to the southern end of the county. Ironwood is a major parallel arterial roadway to Miami, Michigan and Main Street connecting the southern areas of the city to the center core. Ironwood has a single point interchange connection to the Bypass.

7. *US 20/US 31 Bypass (St. Joseph Valley Parkway)* is the southern boundary to the project area and a limited access roadway that extends from the State of Michigan on the north/west to the east side of Elkhart County on the south/east. The Bypass, which opened from Michigan Street east to Elkhart in 1992, is major catalyst to the revitalization of the south side. The Bypass presently has two interchanges within the project area at Ironwood and at Michigan but a third proposed interchange is planned for Miami Street as part of the redevelopment of the mall site. Because it is a limited access roadway, the Bypass can be used as a traffic circulation alternative to Ireland Road and can serve as an asset in moving people in, out and along the corridor.

G. Demographics

The census tract areas included within and surrounding the development area are a very typical cross section of the population of the city of South Bend. There are many stable middle class neighborhoods within the development area including the Scottsdale subdivision, a large multi-unit apartment complex (Irish Hills) east of the area, and some solid upper class neighborhoods like Erskine Manor and Twyckenham Hills. A table with some basic demographic information is included as Table 2 and can be referenced to Map 9 for specific census tract area locations.

H. Public Institutions, Facilities & Recreational Areas

The South Side Development Area has one major institutional user (Lesea Incorporated), two City-owned recreational facilities (Erskine Park Golf Course and the O'Brien Recreational Center), one Fire Station (Station 13) and one City-owned water well field is located within the area boundary. The total land area for these five facilities is approximately 188 acres and accounts for 17.6 % of the total land area of the development area. These five uses are complements to the development area and will continue to serve as anchors for this area. A location map for these facilities is included as Map 10.

I. Environmental Conditions

There exists the potential for some environmentally challenged development sites and remediation opportunities within the South Gateway and Michigan & Main Street Commercial Corridor Sub-Areas. Both of these sub-areas contain several past and present industrial properties. The South Gateway sub-area contains the Fitterling Landfill site, the Burnett Industrial Park and Lock Joint Tube (formerly the Torrington/Wheel Horse facility). Also, located adjacent to the South Gateway sub-area is a large bulk chemical storage facility and several other industrial users. Within the Michigan & Main Street Commercial Corridor is an auto salvage yard as well as other industrial users. A more thorough investigation of environmental conditions will be completed as the sub-area plans are developed.

In the Spring of 2002, the St. Joseph County Commissioners and the City of South Bend Department of Community & Economic Development prepared and was awarded a brownfield site assessment grant from the Indiana Department of Environmental Management (IDEM) to study the

Fitterling Landfill property. The grant allowed the financial resources to prepare a Phase 1 and 2 environmental investigation of the property to determine the potential for its reuse as a commercial development site.

III. PROJECT AREA STRATEGY

A. Guiding Principles

The South Side Development Area is based on the following set of guiding principles:

- The public sector's actions must be catalytic in nature in order to spark private sector investment and reinvestment. The private sector investment must include activities in the industrial, commercial, and residential portions of the area.

- The public sector's actions must be holistic in approach—physical redevelopment and revitalization activities must be integrated into a social, economic, and organizational agenda for action.

- The public sector's actions must be based on a true partnership between and among private sector entities, such as private businesses, financial institutions, neighborhood organizations, and community and civic institutions.

- The long term success of this plan will require private sector leadership and the commitment of businesses, neighborhoods and institutions. Conversely, public sector plans must be guided by a strategy and action plan that supports empowerment of the neighborhood, business and institutional leadership.

- The public sector investment must leverage substantial investment by individuals, households, businesses and institutions.

- The public sector investment plan must include a variety of funding sources—dependence or over-dependence on one public funding source will undercut the long term plan.

B. Project Mission/Objectives

The mission is to achieve the economic revitalization and physical redevelopment of the South Side Development Area as an attractive, safe and viable urban area for people, households, businesses and institutions. A comprehensive set of more specific goals related to this mission follow:

1. Increase the tax base

2. Increase the amount of residential, commercial, and industrial investment within and adjacent to the development area

3. Improve the traffic circulation patterns in the development area

4. Maintain and support the public recreational facilities that exist within the development area

5. Stabilize and revitalize the residential adjacent neighborhoods

Related to these goals are a series of objectives. Some of these objectives apply to the whole project area. Other objectives, as identified, apply to the unique challenges and opportunities facing the individual sub-areas of the South Side Development Area. The area-wide objectives are to:

1. Create and maintain a strong private/public organizational framework in which to develop and implement redevelopment and revitalization strategies, programs and projects.

2. Establish and maintain a consistently high level of quality in design and materials for new construction and rehabilitation projects, public space, landscaping, lighting and signage.

3. Increase the level of private investment and reinvestment.

4. Improve the overall neighborhood environment, including the physical, social, economic, community and public safety conditions.

5. Strengthen the residential areas by improving the adjacent commercial and industrials which will add value to the housing stock and increase the housing opportunities for all neighborhood residents regardless of income levels, household makeup or age.

6. Retain and increase jobs by retaining, developing and attracting retail, commercial, business and consumer services to the area.

7. Increase and improve the functional capacity of the facilities within the area to make it an attractive and competitive area for living, working, education and recreation.

8. Create a physical environment and organizational structure that will stimulate, encourage and facilitate the phase-in of private resources and the phase-out of extraordinary levels of public investment.

9. Increase both the personal and real property tax base and public revenue (so that the area becomes a net exporter of property tax funds).

10. Coordinate, develop and implement the public economic revitalization and physical redevelopment programs with private sector efforts and non-profit and public agencies' human and social service programs.

11. Create and support opportunities for private sector investment that includes new construction, rehabilitation and the reuse of marginal land, buildings and facilities.

12. Develop and implement a redevelopment and revitalization strategy and plan through a collaborative process that includes recreational, neighborhood, business, city and institutional interests in the area.

13. Improve the overall physical and environmental quality of the area, including the natural and man-made aspects, and reduce the unreasonable high risk to private investment caused by the present environmental conditions.

14. Encourage a balanced transportation system within the area that provides for and accommodates various forms of transportation, including bus, automobile, bicycle, and pedestrian traffic. Opportunities to provide dedicated people mover systems should be explored.

15. Generate a variety of funding sources from all levels of government, the private sector (both individual and corporate) and philanthropic organizations.

16. Develop an overall strategy that contains several development

options for each sub-area to reduce the risk of failure.

IV. PROJECT AREA ACTIVITIES

A. Introduction

The major development strategies that will be pursued throughout the project area include a redevelopment, revitalization, improvement and preservation approach as dictated by sub-area conditions and trends. The redevelopment strategy is aimed at areas of major deterioration and decline. This strategy will seek to improve an area through major acquisition, relocation, clearance, site assemblage, public works projects, and new development activities. The revitalization strategy is aimed at sub-areas that have suffered significant deterioration and decline, but still have both a physical and social foundation on which to build and revitalize the sub-area. Revitalization activities will include code enforcement, small scale public works projects, organization-building and property and project area beautification and enhancement programs. The improvement strategy and activities will be much like the revitalization strategy and activities. The major difference will be in the amount of public resources required in an area—improvement areas will be less severely deteriorated and blighted than the revitalization areas. Finally, certain areas will be targets for a preservation strategy. These sub-areas will be, for the most part, stable areas that are adjacent to deteriorating or declining areas. Activities in the preservation areas will include spot code enforcement and rehabilitation activities and minor public works projects. Protection through an aggressive enforcement of zoning will also be part of the strategy. In essence, the criteria determining whether revitalization, improvement, or preservation strategies will be brought to bear on a sub-area are twofold: one, the severity of the deterioration and decline in the target area; and, two, the concomitant amount and application of public resources, regulations and incentives required to meet the goals and objectives established for the area.

The four strategies highlighted above focus heavily on the physical and economic redevelopment and revitalization of the South Side Development Area. However, the importance of incorporating a broader, more comprehensive effort to focus on private sector investment and reinvestment strategies, public-private partnership building, neighborhood

organizational needs, and capacity-building must be emphasized.

B. Activities

The redevelopment activities in the South Side Development Area Plan, as adopted by the Redevelopment Commission, will include:

1. Pre-development activities, including, but not limited to, engineering, architectural, planning, traffic analysis, market area, marketing, program development, title, survey, appraisal, legal, and environmental assessment and testing

2. Acquisition of private and publically-owned real estate

3. Relocation of individuals, households and businesses

4. Clearance of structures and other improvements; vacation of some streets and other public right-of-way

5. Assemblage of development sites

6. Rehabilitation of industrial, commercial and residential structures

7. Disposition of assembled cleared sites, rehabilitated structures, and other properties

8. Public works improvements and infrastructure, including, but not limited to, streets, water, sewer and other utilities, lighting, traffic controls, landscaping, park, open space and recreational facilities

9. Environmental study and remediation of properties

A series of activities that are not directly related to the physical redevelopment of the South Side Development Area will be critical to the community's long term success in the project area. The next section outlines very broad plans for the application of some of these activities within each sub-area. Until more detailed plans are developed in conjunction with the private sector developers, interest/stakeholder groups like the South Gateway Association and interested community members and residents, it is premature to develop a more detailed, specific set of activities for each sub-area within the South Side Development Area.

V. SUB-AREA STRATEGIES & GOALS

The sub-area strategies and goals listed below reflect the general conditions and goals of the individual project sub-areas as the areas exist in the Fall of 2002. Many planned improvements will occur very rapidly within the overall project area and the sub-area plans will have to be monitored and adjusted as the plans for the areas change or as new opportunities present themselves to staff, the Commission and the City.

In a general sense, the goal of each of the sub-areas is to create an environment that encourages and accommodates new commercial development opportunities. The goal of all new development will be to scale the projects to a human scale and work to create a "pedestrian friendly" environment. At the same time, attention will given to upgrade the vehicular circulation patterns and infrastructure in conjunction with the new development. As the Erskine Hills Shopping District develops, project area themes will be realized through planned landscaping projects, district signage, pedestrian pathway systems and development standards for new projects that will help to create this new human scale shopping district.

Similar work will be done to facilitate redevelopment and new development within the South Gateway and Michigan & Main Street Commercial Corridor sub-areas. These two sub-areas are the southern gateway to the city and planned landscaping projects, city gateway and attraction signage, and pedestrian and vehicular system improvements will need to be planned to accomplish the improvements in these two sub-areas.

The following four sub-points will detail some basic information about each of the sub-areas including a general description of the sub-area boundaries, a list of some of the sub-area challenges and opportunities, and some general goals for the sub-area. A more detailed sub-area plan could be prepared in the future to address future goals, objectives and development plans for these sub-areas.

A. East Ireland Road Sub-Area

The East Ireland Road Sub-Area consists of 100.3 acres and is general described as the commercial area east of York Road and principally located around the intersection of Ireland Road and Ironwood Drive. This area is mostly developed with a variety of commercial uses except for the northeast corner of the intersection of Ireland and Ironwood which was recently cleared for new development. The development challenges in this sub-area include rolling topography, the Bypass's physical location as

a growth boundary, and the near total build-out of the land leaving very little vacant land. The main opportunities for this sub-area are that it is located near strong residential areas to the west and east, is a strong and established commercial nodal area, is the eastern anchor for the Erskine Hills Shopping District, is located at a major traffic intersection (Ireland and Ironwood) and has an interchange with the Bypass .

Sub-Area Goals:

- Install signage east and west of the bypass interchange on the bypass to advertise Erskine Hills and commercial node located at intersection of Ireland and Ironwood
- Stabilize retail market area along Ireland
- Improve Ireland west of Ironwood to provide center turn lane
- Upgrade Ireland east of Ironwood east of Irish Hills entrance
- Install district and city gateway and attraction signage along Ireland and Ironwood
- Upgrade or develop pedestrian circulation and pathway systems to connect residential and commercial areas
- Facilitate redevelopment and land assemblage of parcels to create new development opportunities

B. Erskine Hills Sub-Area

This sub-area consists of 329.1 acres and is general described as the commercial area west of York Road west to Fellows Street and is principally located around the intersection of Ireland Road and Miami Street. This sub-area is the center of the new Erskine Hills Shopping District which extends from Ironwood on the east to Michigan on the east. This area is completely developed with a variety of commercial uses and some residential properties adjacent to the Bypass and two large non-commercial land users (Erskine Park Golf Course and the Lesea Development) that occupy a large percentage of the developmental acreage within the sub-area. The development challenges in this sub-area include the redevelopment of the Scottsdale Mall property, the need to create a traffic connection to the Bypass on Miami Street, the physical location of the Bypass as a southern growth boundary, the rolling topography and the need for private sector redevelopment and upgrade or

enhancement of other commercial properties within the sub-area. The opportunities for the sub-area include its location near strong residential areas to the south, north and east, its identity as the major south side commercial node area with a strong base of community support, its central location within the Erskine Hills Shopping District, and its location at a major traffic intersection (Ireland and Miami). An additional redevelopment tool that will exist in this sub-area and not available in any of the other three sub-areas is a proposed sales tax increment finance (STIF) district that will generate additional funds from sales tax revenues. The STIF district will be centered around the Ireland and Miami intersection and will include the mall property and the two commercial centers on the southwest and northeast corners of the intersection. A map of the proposed STIF district is included as Map 3.

Sub-Area Goals:

- Design and construct a partial or full interchange at the Bypass.
- Designate the sales tax increment finance district
- Facilitate and coordinate the redevelopment project at the Scottsdale Mall property
- Install signage east and west of the proposed bypass interchange on the bypass to advertise Erskine Hills and commercial node located at intersection of Ireland and Miami
- Stabilize retail market area along Ireland and Miami
- Upgrade Ireland west of Miami to provide center turn lane
- Install district and city gateway and attraction signage along Ireland and Miami
- Upgrade or develop pedestrian circulation and pathway systems to connect residential and commercial areas
- Facilitate redevelopment and land assemblage of parcels to create new development opportunities
- Burial of overhead utilities along Miami and Ireland
- Facilitate improvements to the perimeter of Erskine Park Golf Course along Ireland and Miami to improve the appearance of the property

- Remove or realign curb-cuts along Ireland to promote more organized traffic circulation

C. South Gateway Sub-Area

This sub-area consists of 467.8 acres and is general described as the commercial area east of Fellows Street to west of Lafayette Street and north from the Bypass to Chippewa. This sub-area is the gateway into the City from the south and will only be enhanced as the destination and entry hub to the City with the future upgrade of the US 31 Corridor to Indianapolis. This sub-area will serve as the western anchor of the Erskine Hills Shopping District and will also serve as the southern anchor to the Michigan & Main Commercial Corridor. This area is mostly developed with a variety of commercial uses including the Kerasotes Showplace 16 Theater Complex, the O'Brien Park Complex and the Michigan/Bypass interchange. The development challenges in this sub-area includes the redevelopment and potential environmental remediation of the twenty-six acre Fitterling Landfill property as well as the upgrade of traffic circulation and infrastructure improvements on Michigan Street and West Ireland Road. The opportunities for the sub-area include its location on a variety of major traffic intersections, the opportunity to include the theater and park and Chippewa Bowling Alley into a recreational and entertainment district for the southern end of the city and neighboring multi-county region, and strong mix of existing businesses.

Sub-Area Goals:

- Facilitate and coordinate the redevelopment project at the Fitterling Landfill site
- Install signage east and west of the bypass interchange to advertise Erskine Hills, the attractions located within South Bend and the commercial node located at intersection of Ireland and Michigan
- Facilitate and coordinate expansion of O'Brien Recreation Center and Park
- Improve infrastructure on Michigan to widen the roadway to allow for a center turn late or create a frontage road system for commercial properties along west side of Michigan
- Stabilize retail market area along Michigan

- Improve Main Street behind commercial properties with frontage on Michigan
- Design and construct an arterial or access roadway into the southeastern corner of the Kerasotes Theater property
- Upgrade Ireland west of Michigan to west city limits to provide center turn lane and better traffic circulation
- Install district and city gateway and attraction signage along Michigan near Bypass interchange and along US 31 South
- Upgrade or develop pedestrian circulation and pathway systems to connect residential and commercial areas
- Facilitate redevelopment and land assemblage of parcels to create new development opportunities
- Remove or realign curb-cuts along Ireland to promote more organized traffic circulation

D. Michigan & Main Street Commercial Corridor Sub-Area

This sub-area consists of 170.8 acres and is general described as all of the properties along Michigan and Main Streets from Chippewa to Ewing. This sub-area, and the larger area as a whole, share a common border at Ewing with the Sample-Ewing Development Area. This area includes a variety of uses including residential, office, industrial and commercial uses. This sub-area is very different than the other three sub-area in that it is more of an urban corridor residential and commercial area divided by two major parallel roadways (Michigan and Main) and therefore subject to smaller parcel sizes. Also, the southern end of this corridor has many residential properties while the northern end of the corridor has smaller commercial facilities. The opportunities for this corridor include the high traffic volumes of Michigan and Main, the proximity to dense residential neighborhoods, and the smaller urban scale of the development and redevelopment sites. This sub-area is principally managed by the South Gateway Association and was included only to aid in their efforts throughout this corridor.

Sub-Area Goals:

Note: As per the South Gateway Commercial Corridor Action Plan, developed in 1998 and available from the Department of Community and Economic Development, the South Gateway Association established the following goals and objectives, which are summarized below.

Land Use

- Continue to encourage the transition of the area North of Donmoyer to commercial and office space through encouraging consolidation of parcels to create larger redevelopment sites while maintaining the residential character of the area South of Donmoyer.

Transportation

- Maintain and Improve Traffic flow on S. Main and S. Michigan by eliminating curb cut access and hard surface areas in the tree lawn while reestablishing curb appearance and definition.

Appearance

- Encourage the consistency among commercial structures in the corridor in the areas of facade improvements, awnings, and signage. Promote the screening and landscaping of parking/storage areas through street tree planting and the location of these parking areas to the rear of the building.

Development Opportunities

- Identify and target vacant or underutilized properties within the corridor for the potential acquisition on the future. Maintain a list of these properties and their potential uses.

Recruitment and Retention

- Contact owners of target businesses to utilize existing retail space while determining the feasibility of converting vacant properties into commercial space by prioritizing and matching these businesses to available sites. Maintain personal contact with existing business owners through surveys that would lead to the creation of business assistance and development programming.

Marketing and Promotion

- Develop a long term promotional image campaign through multi media marketing efforts.

Public Safety

- Improvement of the cleanliness, vacancy, and appearance issues related to safety perception should be considered an ongoing priority. Establish contact with problem and vacant property owners to emphasize the continual reduction of these perception issues.

VI. FINANCIAL ACTION PLAN

A. Introduction

One of the many components of a development plan is the outlining of the financial mechanisms that will facilitate the goals and objectives of the development area. As a part of the development and designation of the South Side Development Area, it was determined by staff that the principal financial mechanism to accomplish the objectives of the Plan was to designate a tax increment finance (TIF) district that shared the same boundaries as the development area. The base assessment year for the allocation will be 2002 Pay 2003. There is the potential for a very immediate positive impact for the allocation if the proposed projects develop as scheduled. However, there will be a negative impact period as properties are demolished and/or devalued as part of the redevelopment of these larger development sites. It is anticipated that the City through its Redevelopment Commission and its Department of Public Works will be providing a large amount of the resources to stimulate development in the development area. Ultimately, the anticipated TIF revenues will be used on target acquisition projects and small scale public works projects within the development area versus the first several years in which the funds will be used for large scale infrastructure and redevelopment projects.

Another economic tool that will be utilized for redevelopment activities within the development area is a sales tax increment finance (STIF) district. The STIF district will be designated around targeted properties within the Erskine Hills Sub-Area. The STIF district will collect sales tax increment generated from within the designated area and the funds can

be used for redevelopment and infrastructure development projects within that area. The STIF legislation allows for the collection of a total of one million dollars in sales tax collected per year for twenty years for a total cap amount of twenty million dollars.

Lastly, it has been determined by staff that to best facilitate all of the proposed infrastructure improvements at the front-end of the lifespan of the development area, tax abatements as an economic incentive would not be encouraged or supported within the development area.

B. Funding Plan

One of the reasons for creating a new development area is to provide resources to an area of a city that does not presently have a dedicated funding source. The creation and designation of a development area allows for the creation of a TIF allocation area to provide a financial mechanism to accomplish the goals and objectives of the area. In the case of the South Side Development Area, a STIF district is also permitted to be designated within the development area boundaries. This additional funding sources will provide an additional allocation to accomplish projects within the area.

The important part of designating a development area is the constant monitoring of all of the components of the Plan. The financial components of the Plan might be the most important part in that with improper information about the financial situation for the area it might not be possible to accomplish the goals for the area. It is also important to understand that funding sources will fluctuate and some funding sources may decline or disappear altogether. Also, priorities within the sub-areas might change based upon unexpected opportunities and challenges that may suddenly appear. Federal and state programs will ebb and flow and priorities will change in Washington, D.C. and Indianapolis. Therefore, any financial plans prepared for the area should be reviewed from a strategic viewpoint and not a tactical, detailed perspective. A budget for the TIF district will be prepared as part of the final designation process for the development area. A financial plan for the STIF district will also be prepared as part of the STIF designation and will be included as an exhibit to this document.. The purpose of this section of the plan is to outline a financial plan that is a guide with a set of milestones. The plan must be reviewed at least annually and revisions made as appropriate.

Several aspects of this proposed funding/activity/expenditure schedule must be highlighted.

Tax increment financing amounts will depend, in the early years, on only a few private sector taxpayers. These taxpayers, developers of new projects within the development area, will carry the burden in the early years. This places our budget in a vulnerable situation because revenues will be reduced if the taxes are not paid or projects are not developed as anticipated

The proposed funding sources reflect, for the most part, a status quo situation. New funding sources must be developed. An entrepreneurial approach by public agencies and neighborhood organizations is required. The creation of a sales tax increment financing (STIF) district around the Scottsdale Mall site within the Erskine Hills Sub-area is one example of a method of creating funding opportunities to pay for the needed public improvements.

Other funding mechanisms like the county option income tax (COIT) of economic development income tax (EDIT) might be used as an additional funding mechanism or as a bond supplement to allow for the necessary "financial backstop" as a funding source in the later years. The City has committed that any new option tax will be committed to neighborhoods and infrastructure.

VII. DESIGN AND DEVELOPMENT CONTROL

A. Design Control Objectives

In order to achieve high quality design, construction, rehabilitation and site development, a design/development review processwill be established. It is anticipated that all design and development review will be monitored and controlled through a special area zoning overlay or zoning classification provision in the South Bend Municipal Code that is specific to the development area. The Area Plan Commission, the Board of Zoning Appeals, the Common Council and the Building Department will be responsible for all design controls within the development area. The Redevelopment Commission, through it staff, will serve in an advisory role for the development area.

A. Powers and Duties

The Design Review Administrator will be responsible for reviewing the plans and specifications for all projects located within the area that involve new construction, exterior renovation or site work. This review will include design, site planning, open space and other applicable considerations pertaining to compliance with the standards set forth in the zoning control

ordinance.

B. Development Control

The Area Plan Commission and the Common Council shall, by Ordinance, adopt a special area zoning overlay or zoning classification provision to be incorporated within the South Bend Municipal Code for use by developers on all projects within the area. The Design Review Administrator will base approval of plans on how well the proposals have followed these guidelines. The staff of the Redevelopment Commission will serve as an advisory member to the review process within this develoment area. The zoning control ordinance may be reviewed and revised as necessary by Redevelopment Commission action.

C. Permits

No permit shall be issued for construction, reconstruction, alteration, or rehabilitation of any building in the area until the plans and specifications for the building have been approved by the Design Review Administrator.

D. Review

All proposals filed with the Design Review Administrator for review and approval shall be accompanied by architectural plans and/or engineering drawings and specifications for the work involved. Such plans shall be reviewed for compliance with the standards and objectives of the Plan and the zoning control ordinance. Upon receipt of the plans the Administrator will review them and either approve the plans as submitted, ask for additional information, approve the plans as modified, or reject the plans. The developer will be notified in writing of modifications in plans or specifications that are necessary to receive approval. Approval by the Administrator does not constitute approval of any federal, state or local building, zoning or other requirements, but is solely pertaining to the zoning control ordinance over which the Administrator has advisory jurisdiction for the Commission. The Administrator shall have the right to waive the review process for any project.

B. Development Control

A. Land Acquisition

The Land Acquisition Plan and List of Property to be Acquired are attached as Exhibit B. The List of Property to be Acquired sets forth parcel ownership and key numbers for such land.

Following acquisition, the City of South Bend Department of Redevelopment intends to:

a. Demolish the structure or structures thereon, if any, and dispose of the land for redevelopment at its fair market value, excepting those cases when land is sold or leased to another public body, pursuant to Indiana Code 36-7-14-22, for uses in accordance with the Development Plan; or

b. Sell or lease the property to purchaser or lessee at its fair market value, excepting those cases when property is sold or leased to another public body pursuant to Indiana Code 36-7-14-22, for uses in accordance with the Plan, subject to its being rehabilitated in conformance with the approved zoning control ordinance.

B. Property Rehabilitation

All properties in the area shall comply with the standards set forth in all applicable statutes, codes and ordinances, as amended from time to time, relating to the use, maintenance, facilities, and occupancy of existing property, including, but not limited to, Chapters 6, 8, 9, and 21 of the South Bend Municipal Code.

All properties within the area shall be maintained so that the appearance of the premises and all buildings thereon shall reflect a level of maintenance in keeping with the standards of the area and the requirements of the South Bend Municipal Code.

C. Commission Disposition of Property

In the event that land is acquired by the Redevelopment Commission will be disposed of subject to an Agreement between the Commission and the Developer. The Developer will be required by the Agreement to observe the land use and building requirements and objectives of this Plan and to carry out all development within an agreed time period.

In addition, the following provisions, plus other appropriate provisions, will be included in the Agreement:

a. The approved plan for the project and a time schedule for start and completion of the project;

b. That the purchase of the land is for the purpose of redevelopment and not for speculation. Purchase contracts will provide that the

Developer agree that purchase of the property is for the purpose of redevelopment and not for land speculation. Prior to the completion of the redevelopment project, the Developer may not sell, lease, or otherwise transfer such land (or improvements) without the prior written consent of the South Bend Redevelopment Commission;

c. That the land will be built upon and improved in conformity with the objectives and provisions of the Plan;

d. That the building of improvements will be commenced and completed within a specified period of time;

e. That the Developers, their successors or assigns, agree that there will be no discrimination against any person or group of persons on account of race, creed, color, sex, age, transfer, use, occupancy, tenure, or enjoyment of the premises therein conveyed or improvements erected or to be erected thereon, nor will the Developer himself or any person claiming under or through him establish or permit any such practice or practices of discrimination or segregation with reference to the selection, or vendees in the premises therein conveyed, or improvements erected or to be erected thereon.

C. Project Planning Incentives

To be defined as part of a plan amendment in the future.

VIII. STATUTORY AUTHORITY

The controls, regulations, and land use restrictions contained in this Plan are for the specific purpose of implement the South Side Development Area Plan pursuant to Indiana Code 36-7-14-1-et. seq.

IX. AMENDMENTS TO THE APPROVED DEVELOPMENT PLAN

The South Side Development Area Plan may be amended by resolution of the South Bend Redevelopment Commission. Any change affecting any property or

contractual right can be effectuated only in accordance with applicable state and local law.

X. LIST OF PROPERTIES TO BE ACQUIRED

No properties are to be acquired as a component of this plan. Properties planned for acquisition in the future must be added to **EXHIBIT B: LIST OF PROPERTY TO BE ACQUIRED** and the plan must be amended to include those properties in the manner described in **SECTION IX. AMENDMENTS TO THE APPROVED DEVELOPMENT PLAN** of the South Side Redevelopment Area Development Plan.

Exhibit B

LIST OF PROPERTIES TO BE ACQUIRED

Parcel	Key#	Owner's Name	Acreage	Resolution
A	23-1035-1839.01	RLK Homes, Inc.	17 ac	1968

Exhibit C

LEGAL DESCRIPTION OF SOUTH SIDE DEVELOPMENT AREA

A parcel land being a part of the Northeast Quarter of Section 26, and a part of Southeast Quarter of Section 23 and a part of the West half of Section 24, all in Township 37 North, Range 2 East, City of South Bend, Centre Township and Portage Township, St. Joseph County, Indiana and being more particularly described as follows:

Beginning at the intersection of the South right-of-way line of Chippewa Avenue and the West right-of-way line of the now abandon Penn Central Railroad located in the Northeast Quarter of said Section 26; thence Northeasterly and Northerly along said West right-of-way line to the Southerly right-of-way line of Ewing Avenue; thence East along said South right-of-way line to the first North-South property line located East of Michigan Street; thence South along said first North-South property line to the North right-of-way line of Altgeld Street; thence East along said Altgeld Street, a distance of 5 feet to the West right-of-way line of the first alley East of Michigan Street projected North; thence South along said West right-of-way line and its projection to the South right-of-way line of Donmoyer Avenue; thence East along said South right-of-way line to the West right-of-way line of St. Joseph Street; thence South along said West right-of-way line to the North right-of-way line of Farneman Street; thence West along said North right-of-way line to the intersection with the West right-of-way line of the first alley located East of Michigan Street projected North; thence South along said West right-of-way line and its projection North to the North right-of-way line of Jennings Avenue; thence East along said North right-of-way line to the intersection with the West right-of-way line of the first alley located East of Michigan Street projected North; thence South along said West right-of-way line and its projection to the South right-of-way line of Chippewa Avenue; thence South along said West right-of-way line to the North right-of-way line of Barbie Street; thence East along said North right-of-way line to the West line of Lot 56 Zook's First Subdivision projected North; thence South along said West line of Lot 56 and its projection to the Southwest corner of said Lot 56; thence East along the South line of said Zook's First Subdivision to the East right-of-way line of Fellows Street; thence North along said east right-of-way line to the North line of Lot 75 in said Zook's First Subdivision; thence East along said North line to the East line of said Zook's First Subdivision; thence North and Northeasterly along said East line to the North line of the Erskine Golf Course parcel; thence East along the North line of said Erskine Golf Course to the West right-of-way line of Miami Street; thence South along said West right-of-way line to the South right-of-way line of Alpine Drive projected West; thence East along said South right-of-way line and its projection to the East line of Lot A Broadmoor Section 3 Revised; thence Southeasterly to the Northeast corner of Lot 254; thence East and Northeasterly to the Northeast corner of Lot 247; thence Southeasterly to the Southwest corner of Lot 246 and being on the North right-of-way line of Ireland Road; thence East along said North right-of-way line thence East along the North right-of-way line of Ireland Road to the East line of Broadmoor Section 6; thence North along said East line to the South line of Lot 472 in said Broadmoor Section 6; thence East along said South line of Lot 472 and the South lines of Lots 10 and 9 in Ireland Woods, Section One; thence Northeasterly along the South lines of Lots 8, 7, A, B, and Lot 4; thence East along the South line of Lots 3, 2, 1 and Lot 71AA to the East line of said Lot 71AA; thence North along said East line of Lot 71AA, and Outlot B, 69, and Lot 68; thence West along the North line of said Lot 68, a distance of 181 feet; thence North 20 feet; thence West 35 feet; thence North along the East line of Lots 67, 52, and 51 to the South line of Meadow View Second Addition; thence East along said South line to the West line of a 1.187 acre parcel of land; thence Southeasterly along said West line to the North line of a 2.577 acre parcel of land; thence West along said North line to the West line of said 2.577 acre parcel; thence South along said West

line to the South line of said 2.577 acre parcel; thence East along said South line to the West right-of-way line of Ironwood Road; thence South along said West right-of-way line to the North line of Ruby Plaza Minor Subdivision projected West; thence East along said North line and its projection to the East line of said Ruby Plaza Subdivision; thence South along said East line to the South right-of-way line of Ireland Road; thence West along said South right-of-way line to the East right-of-way line of Ironwood Road; thence South along said East right-of-way line to the North right-of-way line of the U.S. 20 Bypass; thence West along said North right-of-way line to the East line of Scottsdale Addition, Section C; thence North along said East line and the East line of Scottsdale Addition, Section B to the South right-of-way line of Ireland Road; thence West along said South right-of-way line to the West line of the Scottsdale Addition Section A; thence South along said West line and its projection South to the South right-of-way line of the U.S. 20 Bypass; thence West along said South right-of-way line to the West line of Scottsdale Addition Section D, a distance of 507.7 feet; thence West to the Southerly right-of-way line of the U.S. 20 Bypass; thence Southwesterly along said Southerly right-of-way line to the East right-of-way line of Miami Street; thence South along said East right-of-way line to the South right-of-way line of Jackson Road; thence West to the West right-of-way line of Miami Street; thence North along said West right-of-way line to the South right-of-way line of said U.S. 20 Bypass; thence West along said South right-of-way line to the West right-of-way line of Fellows Street projected South; thence Westerly, Southwesterly, and Southerly to the South right-of-way line of Jackson Road; thence West to the Westerly right-of-way line of said U. S. 20 Bypass; thence Northerly, Northwesterly, and Westerly along said South right-of-way line of the U. S. 20 Bypass to the Easterly right-of-way line of the now abandon Penn Central Railroad located in the South half of said Section 26; thence Northeasterly along said Easterly right-of-way line to the Southerly right-of-way line of Ireland Road; thence West along said South right-of-way line to the West right-of-way line of said abandon Penn Central Railroad; thence Northeasterly along said West right-of-way line to the place of beginning.

Exhibit D

DECLARATORY RESOLUTION 1914
(South Bend Redevelopment Commission)

RESOLUTION NO. 1914

RESOLUTION OF THE SOUTH BEND REDEVELOPMENT COMMISSION DESIGNATING THE SOUTH SIDE DEVELOPMENT AREA, DECLARING THE SOUTH SIDE DEVELOPMENT AREA TO BE BLIGHTED, APPROVING A DEVELOPMENT PLAN AND CONDITIONS UNDER WHICH RELOCATION PAYMENTS WILL BE MADE, AND ESTABLISHING AN ALLOCATION AREA FOR PURPOSES OF TAX INCREMENTAL FINANCING

WHEREAS, the South Bend Redevelopment Commission ("Commission") is the governing body of the South Bend, Indiana Department of Redevelopment ("Department") and exists and operates under the provisions of Indiana Code § 36-7-14-1, *et seq.*, as amended from time-to-time ("Act"); and

WHEREAS, the Department has conducted made investigations, studies and surveys of various blighted and deteriorated areas within the City of South Bend, Indiana, and of the causes contributing to such blight and deterioration; and

WHEREAS, such investigations, studies and surveys have been made in cooperation with the various departments and bodies of the City and have been directed toward determining the proper use of land and improvements thereon so as to best serve the interests of the City and its residents; and

WHEREAS, the Department has investigated, studied and surveyed that area within the City of South Bend hereby designated as the "South Side Development Area" (hereinafter "Area"), and which Area is more more particularly described in ***Exhibit "A"*** attached hereto and incorporated herein; and

WHEREAS, the Area consists of approximately 700± acres and is contiguous and compact; and

WHEREAS, as a result of its investigations, studies and surveys, the Commission has found that the Area heretofore described as the South Side Development Area ("Area") is blighted and deteriorated. Specifically, the Area is blighted to an extent that such blighting conditions cannot be corrected by regulatory process of by the ordinary operations of private enterprise without resort to the provisions of the Act and that the public health and welfare would be benefitted by acquisition in and redevelopment of such Area under the provisions of the Act; and

WHEREAS, the Commission has heretofore caused to be prepared maps and plats showing the boundaries of the Area, the location of various parcels of property, streets, alleys, and other features affecting the acquisition, clearance, replatting, replanning, rezoning or redevelopment of the Area, indicating that, at this time, no parcels of property in the Area will be acquired by the Commission, and the parts of the Area that are to be devoted to public ways, levees, sewerage, parks, playgrounds, and other public purposes under the redevelopment plan for the Area; and

* * *

WHEREAS, lists have heretofore been prepared indicating that no parcels of property are proposed to be acquired within the Area, and therefore, that no appraisals have been made of the fair market value of any parcels in the Area at this time; and

WHEREAS, there was presented to this meeting of the Commission for its consideration and approval, a copy of the development plan for the Area, dated November 1, 2002, which plan is entitled "South Side Development Area Plan" ("Plan") as proposed by this Declaratory Resolution dated November 1, 2002, consisting of 42 pages and 23 exhibits; and

WHEREAS, the Commission has, a meeting held this day and open to the public heard evidence and reviewed the maps and plats presented at the meeting and considered same.

NOW, THEREFORE, BE IT RESOLVED BY THE SOUTH BEND REDEVELOPMENT COMMISSION, AS FOLLOWS:

1. The Commission now declares the South Side Development Area ("Area") which is described in the fourth WHEREAS clause above, as blighted and deteriorated and a menace to the social and economic interests of the City of South Bend and its inhabitants and that it will be of public utility and benefit to acquire real estate and improvements in the Area and to redevelop the Area under the Act.

2. The South Side Development Area Plan ("Plan") proposed by this Declaratory Resolution of November 1, 2002 and as attached hereto and incorporated herein, is hereby approved subject to a Confirmatory Resolution after a duly called meeting.

3. The previously prepared maps and plat showing the boundaries of the Area, the location of the various parcels of property, streets, alleys, and other features affecting the acquisition, clearance, replatting, replanning, rezoning or redevelopment of the Area, indicating any parcels of property to be excluded from acquisition, and indicating the parts of the Area to be devoted to public ways, levees, sewerage, parks, playgrounds, and other public purposes under the Plan are hereby approved.

4. The previously prepared list indicating that there are no parcels of property within the Area to be acquired at the present time and is hereby approved.

5. The estimated cost of acquiring property in the Area, as determined by taking the average of two (2) separate appraisals made by independent appraisers, is $0.00, is hereby approved.

6. In determining the location and the extent of the Area proposed to be acquired for redevelopment, the Commission has given consideration to transitional and permanent provisions for adequate housing for residents of the Area who will be displaced by this redevelopment project, and the Commission hereby adopts the South Side Relocation Policy as the policy by which the Commission will be guided in providing for such persons displaced by the action of the Commission.

BE IT FURTHER RESOLVED that all proceedings related to the redevelopment of the herein described area shall be referred to as the South Side Development Area.

BE IT FURTHER RESOLVED that the redevelopment of the Area shall be in accordance with the South Side Development Area Plan.

BE IT ALSO RESOLVED, that the Commission proposes the following findings subject to confirmation after a duly called public meeting:

i. Based upon evidence submitted to the Commission, the Commission finds and determines that there is a substantial presence in the area designated as the South Side Development Area ("Area") of excessive vacant land or which structures were located, abandoned or vacant buildings, old buildings, excessive vacancies, substandard structures and delinquency in the payment of real property taxes.

ii. The Commission further finds that the Area is blighted and constitutes a menace to the social and economic interest of the City of South Bend and its inhabitants, and it will be of public utility and benefit to acquire land within such Area and to redevelop it under the Act.

iii. The assessed value of the real property of the Area when added to the assed value of the real property located in all redevelopment areas does not exceed twenty percent (20%) of the total assessed value of the real property located in the City of South Bend.

iv. The South Side Development Area Plan ("Plan") for the Area will result in the demolition and/or selective demolition and reuse of severely blighted structures. Alleviating this blight and its blighting influence is projected to be a catalyst to ongoing and future development in the area.

v. The Plan for the Area delineates four (4) Sub-Areas to be known as (i) the East Ireland Road Sub-Area; (ii) the Erskine Hills Sub-Area; (iii) the South Gateway Sub-Area; and (iv) the Michigan & Main Street Commercial Corridor Sub-Area.

vi. The Plan for the Area allows for the designation of an overlay area within the Erskine Hills Sub-Area for a Sales Tax Increment Finance ("STIF") District.

vii. The Plan for the Area cannot be achieved without the designation of the Area as a redevelopment area because the presence of both "brownfield" and "greyfield" conditions within the Area and because of the existence of blighted conditions as defined at Ind. Code § 36-7-1-3.

viii. The Plan for the Area will allow for the master-planned development of multiple sites within the Area. The Area status will allow opportunities for the master planning of traffic circulation, infrastructure upgrades and development, master signage and control, landscaping and site design control and general development planning.

ix. The Plan for the Area allows for the study for future remediation of the property commonly known as the former Fitterling landfill site located east of 514 Ireland Road within the proposed South Gateway Sub-Area and provides the necessary redevelopment tools and funding mechanisms to aid in the stabilization and development of the Fitterling landfill site and properties that are adjacent thereto.

x. The Plan for the Area will complement public and private sector investment within the immediate neighborhoods.

xi. The public health and welfare will be benefitted by the accomplishment of the Plan within the Area.

xii. The Plan for the Area will result in improvements to the public infrastructure necessary to provide for the vehicular and pedestrian circulation needs of a commercial retail corridor.

xiii. The Plan for the Area will provide the necessary redevelopment tools and facilitate the use of certain funding mechanisms to aid in the redevelopment of the area commonly known as Scottsdale Mall Shopping Center that is located within the Erskine Hills Sub-Area.

xiv. The Plan for the Area will provide the necessary redevelopment tools and funding mechanisms to aid in the demolition and/or selective demolition and site preparation and remediation of the certain greyfield and brownfield sites within the Area.

xv. The Plan for the Area will allow for the expansion and upgrade of public facilities and utilities within the Area.

xvi. The Plan for the Area will allow for the planned acquisition of parcels of real property related to the expansion of public roadways and utility structures.

xvii. The Plan for the Area conforms to other development and redevelopment plans for the City of South Bend and conforms to the comprehensive plan of the City of South Bend.

xviii. The Plan is reasonable and appropriate when considered in relation to the

purpose of Chapter 14, Article 7, Title 39 of the Indiana Code.

xviv. The Plan is in all respects approved, and the Secretary is directed to file a certified copy of the Plan with the minutes of this meeting and to record a certified copy of the Plan in the Office of the Recorder of St. Joseph County, Indiana.

BE IT FURTHER RESOLVED BY THE SOUTH BEND REDEVELOPMENT COMMISSION PURSUANT TO IND. CODE § 36-7-14-39, AS AMENDED AND SUPPLEMENTED, CONCERNING THE ESTABLISHMENT OF AN ALLOCATION AREA FOR PURPOSES OF TAX INCREMENTAL FINANCING, THAT:

A. For purposes of the allocation provisions of the Act, as authorized by Ind. Code § 36-7-14-39, and as used in this Resolution for the purposes of distribution of real property taxes, the "allocation area" of the South Side Development Area, and which area is more more particularly described in ***Exhibit "A"*** attached hereto and incorporated herein; and

B. Any real property taxes hereinafter levied by or for the benefit of any public body entitled to a distribution of property taxes on taxable property within the allocation area be allocated and distributed as follows:

(1) Except as otherwise provided in this section, the proceeds of the taxes attributable to the lesser of:

(A) the assessed value of the property for the assessment date with respect to which the allocation and distribution is made; or

(B) the base assessed value;

shall be allocated to and, when collected, paid into the funds of the respective taxing units.

(2) Except as otherwise provided in this section, property tax proceeds in excess of those described in subdivision (1) shall be allocated to the redevelopment district and, when collected, paid into an allocation fund for that allocation area that may be used by the redevelopment district only to do one (1) or more of the following:

(A) Pay the principal of and interest on any obligations payable solely from allocated tax proceeds which are incurred by the redevelopment district for the purpose of financing or refinancing the redevelopment of the allocation area;

(B) Establish, augment, or restore the debt service reserve for

bonds payable solely or in part from allocated tax proceeds in the allocation area;

(C) Pay the principal of and interest on bonds payable from allocated tax proceeds in that allocation area and from the special tax levied under Ind. Code § 36-7-14-27;

(D) Pay the principal of and interest on bonds issued by the City of South Bend to pay for local public improvements in or serving the allocation area;

(E) Pay premiums on the redemption before maturity of bonds payable solely or in part from allocated tax proceeds in the allocation area;

(F) Make payments on leases payable from allocated tax proceeds in the allocation area under Ind. Code § 36-7-14-25.2;

(G) Reimburse the City of South Bend for expenditures made by it for local public improvements which includes, but is not limited to, buildings, parking facilities, and other items described in Ind. Code § 36-7-14-25.1(a) in or serving the allocation area;

(H) Reimburse the City of South Bend for rentals paid by it for a building or parking facility in or serving the allocation area under any lease entered into under Ind. Code § 36-1-10;

(I) Pay all or a portion of a property tax replacement credit to taxpayers in an allocation area as determined by the Commission by separate resolution;

(J) Pay expenses incurred by the Commission for local public improvements that are in the allocation area or are serving the allocation area (which includes buildings, parking facilities or other items described in Ind. Code § 36-7-14-25.1(a));

(K) Reimburse public and private entities for expenses incurred in training employees of industrial facilities that are located (i) within the allocation area; and (ii) on a parcel of real property that has been classified as industrial property under the rules of the state board of tax commissioners;

(L) Reimburse the Commission for preliminary expenditures paid

from Commission funds prior to the issuance of the bonds with bond proceeds, said expenditures to include legal, architectural, engineering, surveys, appraisals, and supervisory expenses related to the acquisition and redevelopment of property, the issuance of bonds and related costs;

provided, however, that if future uses of property tax proceeds allocated to the allocation fund are authorized or permitted by amendment to the Act, including Ind. Code § 39-7-14-39, after the effective date of this resolution, those uses shall also be authorized or permitted for property tax proceeds allocated hereby; and further provided that the allocation fund may not be used for operating expenses of the Commission.

C. Inasmuch as a portion of the allocation area is located within an enterprise zone created under Ind. Code § 4-4-4-6.1, the provisions of Ind. Code § 36-7-14-39(g) shall apply to the use and allocation of proceeds in excess of those described in subsection B(1) of this Resolution.

D. When the funds are no longer need for the purposes permitted in subsection B, above, moneys in the allocation fund in excess of that amount shall be paid to the respective taxing units in the manner prescribed in Ind. Code § 36-7-14-39(b)(1).

E. "Property taxes" and "property tax proceeds" as used in this resolution shall mean taxes imposed on real property under Ind. Code § 6-1.1.

F. This allocation provision shall expire no later than thirty (30) years after the date of this resolution.

BE IT FURTHER RESOLVED that the Secretary is directed to file certified copies of this Resolution with the St. Joseph County Auditor and the Portage Township Assessor.

BE IT FURTHER RESOLVED that the United States and HUD are assured of full compliance by the Commission and the Department with HUD regulations effecting Title VI of the Civil Rights Act of 1964, as amended.

BE IT FURTHER RESOLVED that this Resolution, together with supporting data, shall be submitted to the Area Plan Commission of St. Joseph County and the Common Council of the City of South Bend, as provided by Ind. Code § 36-7-14-16, for their approval fo the Resolution and Plan, and if approved by both parties, the Resolution and Plan shall be submitted to public hearing for the receiving and hearing of remonstrances and objections from persons interested in or affected by the proceedings as provided by Ind. Code § 36-7-14-17, after public notice in accordance with Ind. Code § 36-7-14-17 and Ind. Code § 5-3-1 and for the final determination of the public utility and benefit thereof.

* * *

ADOPTED at a regular meeting of the South Bend Redevelopment Commission held on November 1, 2002, at Room 1308, County-City Building, 227 West Jefferson Boulevard, South Bend, Indiana 46601

SOUTH BEND REDEVELOPMENT COMMISSION

By: Robert W. Hunt

Robert W. Hunt, President

ATTEST:

Philip J. Faccenda

LANG, FEENEY and ASSOCIATES, INC.
LAND SURVEYING - CONSTRUCTION ENGINEERING
715 SOUTH MICHIGAN STREET • SOUTH BEND, INDIANA 46601
TELEPHONE 219/233-1841 • FACSIMILE 219/674-0374

WILLIAM D. LANG, PRES.
JOHN B. FEENEY, L.S.
TERANCE D. LANG, L.S.

SUB-DIVISIONS
BOUNDARY SURVEYS
TOPOGRAPHIC SURVEYS
CONSTRUCTION SURVEYS

DESCRIPTION: Overall South Side Redevelopment Area

A parcel land being a part of the Northeast Quarter of Section 26, and a part of Southeast Quarter of Section 23 and a part of the West half of Section 24, all in Township 37 North, Range 2 East, City of South Bend, Centre Township and Portage Township, St. Joseph County, Indiana and being more particularly described as follows:

Beginning at the intersection of the South right-of-way line of Chippewa Avenue and the West right-of-way line of the now abandon Penn Central Railroad located in the Northeast Quarter of said Section 26; thence Northeasterly and Northerly along said West right-of-way line to the Southerly right-of-way line of Ewing Avenue; thence East along said South right-of-way line to the first North-South property line located East of Michigan Street; thence South along said first North-South property line to the North right-of-way line of Altgeld Street; thence East along said Altgeld Street, a distance of 5 feet to the West right-of-way line of the first alley East of Michigan Street projected North; thence South along said West right-of-way line and its projection to the South right-of-way line of Donmoyer Avenue; thence East along said South right-of-way line to the West right-of-way line of St. Joseph Street; thence South along said West right-of-way line to the North right-of-way line of Farneman Street; thence West along said North right-of-way line to the intersection with the West right-of-way line of the first alley located East of Michigan Street projected North; thence South along said West right-of-way line and its projection North to the North right-of-way line of Jennings Avenue; thence East along said North right-of-way line to the intersection with the West right-of-way line of the first alley located East of Michigan Street projected North; thence South along said West right-of-way line and its projection to the South right-of-way line of Chippewa Avenue; thence South along said West right-of-way line to the North right-of-way line of Barbie Street; thence East along said North right-of-way line to the West line of Lot 56 Zook's First Subdivision projected North; thence South along said West line of Lot 56 and its projection to the Southwest corner of said Lot 56; thence East along the South line of said Zook's First Subdivision to the East right-of-way line of Fellows Street; thence North along said east right-of-way line to the North line of Lot 75 in said Zook's First Subdivision; thence East along said North line to the East line of said Zook's First Subdivision; thence North

and Northeasterly along said East line to the North line of the Erskine Golf Course parcel; thence East along the North line of said Erskine Golf Course to the West right-of-way line of Miami Street; thence South along said West right-of-way line to the South right-of-way line of Alpine Drive projected West; thence East along said South right-of-way line and its projection to the East line of Lot A Broadmoor Section 3 Revised; thence Southeasterly to the Northeast corner of Lot 254; thence East and Northeasterly to the Northeast corner of Lot 247; thence Southeasterly to the Southwest corner of Lot 246 and being on the North right-of-way line of Ireland Road; thence East along said North right-of-way line thence East along the North right-of-way line of Ireland Road to the East line of Broadmoor Section 6; thence North along said East line to the South line of Lot 472 in said Broadmoor Section 6; thence East along said South line of Lot 472 and the South lines of Lots 10 and 9 in Ireland Woods, Section One; thence Northeasterly along the South lines of Lots 8, 7, A, B, and Lot 4; thence East along the South line of Lots 3, 2, 1 and Lot 71AA to the East line of said Lot 71AA; thence North along said East line of Lot 71AA, and Outlot B, 69, and Lot 68; thence West along the North line of said Lot 68, a distance of 181 feet; thence North 20 feet; thence West 35 feet; thence North along the East line of Lots 67, 52, and 51 to the South line of Meadow View Second Addition; thence East along said South line to the West line of a 1.187 acre parcel of land; thence Southeasterly along said West line to the North line of a 2.577 acre parcel of land; thence West along said North line to the West line of said 2.577 acre parcel; thence South along said West line to the South line of said 2.577 acre parcel; thence East along said South line to the West right-of-way line of Ironwood Road; thence South along said West right-of-way line to the North line of Ruby Plaza Minor Subdivision projected West; thence East along said North line and its projection to the East line of said Ruby Plaza Subdivision; thence South along said East line to the South right-of-way line of Ireland Road; thence West along said South right-of-way line to the East right-of-way line of Ironwood Road; thence South along said East right-of-way line to the North right-of-way line of the U.S. 20 Bypass; thence West along said North right-of-way line to the East line of Scottsdale Addition, Section C; thence North along said East line and the East line of Scottsdale Addition, Section B to the South right-of-way line of Ireland Road; thence West along said South right-of-way line to the West line of the Scottsdale Addition Section A; thence South along said West line and its projection South to the South right-of-way line of the U.S. 20 Bypass; thence West along said South right-of-way line to the West line of Scottsdale Addition Section D, a distance of 507.7 feet; thence West to the Southerly right-of-way line of the U.S. 20 Bypass; thence Southwesterly along said Southerly right-of-way line to the East right-of-way line of Miami Street; thence South along said East right-of-way line to the South right-of-way line of Jackson Road; thence West to the West right-of-way line of Miami Street; thence North along said West right-of-way line to the South right-of-way line of said U.S. 20 Bypass; thence West along said South

right-of-way line to the West right-of-way line of Fellows Street projected South; thence Westerly, Southwesterly, and Southerly to the South right-of-way line of Jackson Road; thence West to the Westerly right-of-way line of said U. S. 20 Bypass; thence Northerly, Northwesterly, and Westerly along said South right-of-way line of the U. S. 20 Bypass to the Easterly right-of-way line of the now abandon Penn Central Railroad located in the South half of said Section 26; thence Northeasterly along said Easterly right-of-way line to the Southerly right-of-way line of Ireland Road; thence West along said South right-of-way line to the West right-of-way line of said abandon Penn Central Railroad; thence Northeasterly along said West right-of-way line to the place of beginning.

Exhibit E

DECLARATORY RESOLUTION 142-02
(Area Plan Commission)

RESOLUTION NO. 142-02

A RESOLUTION OF THE AREA PLAN COMMISSION OF ST. JOSEPH COUNTY, INDIANA, DETERMINING THAT DECLARATORY RESOLUTION NO. 1914 DESIGNATING THE SOUTH SIDE DEVELOPMENT AREA, DECLARING THE SOUTH SIDE DEVELOPMENT AREA TO BE BLIGHTED, APPROVING A DEVELOPMENT PLAN AND CONDITIONS UNDER WHICH RELOCATION BENEFITS WILL BE MADE, AND ESTABLISHING AN ALLOCATION AREA FOR PURPOSES OF TAX INCREMENTAL FINANCING, CONFORMS TO THE MASTER PLAN OF DEVELOPMENT FOR THE CITY OF SOUTH BEND AND APPROVING SAID RESOLUTION NO. 1914 AND THE DEVELOPMENT PLAN

WHEREAS, the City of South Bend, Indiana, Redevelopment Commission ("Commission") has approved and adopted Resolution No. 1914 designating the South Side Development Area, declaring the South Side Development Area to be blighted, approving a development plan ("Development Plan") and conditions under which relocation benefits will be made, and establishing an allocation area for purposes of tax incremental financing has submitted said Resolution No. 1914 and Development Plan to the Area Plan Commission of St. Joseph County for approval pursuant to the provisions of Ind. Code § 36-7-14-1, *et seq.* ("Act"), which Resolution and Development Plan are attached hereto and incorporated herein; and

WHEREAS, pursuant to the provisions of the Act, the Commission desires to designate the South Side Development Area ("Area"), declare the Area to be blighted, adopt the Development Plan and the relocation policy and establish an allocation area for purposes of tax incremental financing

NOW, THEREFORE, BE IT RESOLVED by the Area Plan Commission of Saint Joseph County, Indiana, as follows, that:

1. Resolution No. 1914 of the South Bend Redevelopment Commission attached hereto and the South Side Development Area Development Plan attached hereto each conform to the Master Plan of Development for the City of South Bend.

2. The Area Plan Commission of St. Joseph County, Indiana has given consideration to the transitional and permanent provision for adequate housing for the residents of the Area who may be displaced by redevelopment of the Area and has reviewed the relocation policy.

3. Resolution No. 1914 of the South Bend Redevelopment Commission designating the South Side Development Area, declaring the South Side Development Area to be blighted, approving the Development Plan and conditions under which relocation payments will be made and establishing an allocation area for purposes of tax incremental financing, is in all respects approved, ratified and confirmed.

4. The Development Plan is in all respects approved, ratified and confirmed.

5. This Resolution hereby constitutes a written order of the Area Plan Commission of St. Joseph County approving Resolution No. 1914 and the Development Plan pursuant to Ind. Code § 36-7-14-16.

6. The Secretary is hereby directed to file a copy of said Resolution No. 1914 and the Development Plan with the minutes of this meeting.

PASSED by the Area Plan Commission of St. Joseph County, Indiana this 9th day of May, 2002.

Karl King, President
Area Plan Commission
of St Joseph County, Indiana

Attest:

Robert W. Sante, Secretary

Exhibit F

DECLARATORY RESOLUTION 3136-02
(South Bend Common Council)

RESOLUTION NO. 3136-02

A RESOLUTION OF THE COMMON COUNCIL OF THE CITY OF SOUTH BEND, INDIANA DESIGNATING THE SOUTH SIDE DEVELOPMENT AREA AS BLIGHTED AND APPROVING THE ORDER OF THE AREA PLAN COMMISSION OF ST. JOSEPH COUNTY, INDIANA THAT THE SOUTH SIDE DEVELOPMENT AREA DEVELOPMENT PLAN CONFORMS TO THE PLAN FOR DEVELOPMENT FOR THE CITY OF SOUTH BEND AND ADOPTING THE SOUTH SIDE DEVELOPMENT AREA DEVELOPMENT PLAN

WHEREAS, pursuant to Ind. Code § 36-7-14-1, *et seq.* ("Act"), the South Bend Redevelopment Commission ("Commission") has conducted investigations, studies and surveys and has thoroughly studied the area described herein and on November 1, 2002, the Commission adopted Resolution No. 1914 designating the area described as follows to be known as the "South Side Development Area" ("Area"):

A parcel land being a part of the Northeast Quarter of Section 26, and a part of Southeast Quarter of Section 23 and a part of the West half of Section 24, all in Township 37 North, Range 2 East, City of South Bend, Centre Township and Portage Township, St. Joseph County, Indiana and being more particularly described as follows:

Beginning at the intersection of the South right-of-way line of Chippewa Avenue and the West right-of-way line of the now abandon Penn Central Railroad located in the Northeast Quarter of said Section 26; thence Northeasterly and Northerly along said West right-of-way line to the Southerly right-of-way line of Ewing Avenue; thence East along said South right-of-way line to the first North-South property line located East of Michigan Street; thence South along said first North-South property line to the North right-of-way line of Altgeld Street; thence East along said Altgeld Street, a distance of 5 feet to the West right-of-way line of the first alley East of Michigan Street projected North; thence South along said West right-of-way line and its projection to the South right-of-way line of Donmoyer Avenue; thence East along said South right-of-way line to the West right-of-way line of St. Joseph Street; thence South along said West right-of-way line to the North right-of-way line of Farneman Street; thence West along said North right-of-way line to the intersection with the West right-of-way line of the first alley located East of Michigan Street projected North; thence South along said West right-of-way line and its projection North to the North right-of-way line of Jennings Avenue; thence East along said North right-of-way line to the intersection with the West right-of-way line of the first alley located East of Michigan Street projected North; thence South along said West right-of-way line and its projection to the South right-of-way line of Chippewa Avenue; thence South along said West right-of-way line to the North right-of-way line of Barbie Street; thence East along said North right-of-way line to the West line of Lot 56 Zook's First Subdivision projected North; thence South along said West line of Lot 56 and its projection to the Southwest corner of said Lot 56; thence East along the South line of said Zook's First Subdivision to the East right-of-way line of Fellows

Street; thence North along said east right-of-way line to the North line of Lot 75 in said Zook's First Subdivision; thence East along said North line to the East line of said Zook's First Subdivision; thence North and Northeasterly along said East line to the North line of the Erskine Golf Course parcel; thence East along the North line of said Erskine Golf Course to the West right-of-way line of Miami Street; thence South along said West right-of-way line to the South right-of-way line of Alpine Drive projected West; thence East along said South right-of-way line and its projection to the East line of Lot A Broadmoor Section 3 Revised; thence Southeasterly to the Northeast corner of Lot 254; thence East and Northeasterly to the Northeast corner of Lot 247; thence Southeasterly to the Southwest corner of Lot 246 and being on the North right-of-way line of Ireland Road; thence East along said North right-of-way line thence East along the North right-of-way line of Ireland Road to the East line of Broadmoor Section 6; thence North along said East line to the South line of Lot 472 in said Broadmoor Section 6; thence East along said South line of Lot 472 and the South lines of Lots 10 and 9 in Ireland Woods, Section One; thence Northeasterly along the South lines of Lots 8, 7, A, B, and Lot 4; thence East along the South line of Lots 3, 2, 1 and Lot 71AA to the East line of said Lot 71AA; thence North along said East line of Lot 71AA, and Outlot B, 69, and Lot 68; thence West along the North line of said Lot 68, a distance of 181 feet; thence North 20 feet; thence West 35 feet; thence North along the East line of Lots 67, 52, and 51 to the South line of Meadow View Second Addition; thence East along said South line to the West line of a 1.187 acre parcel of land; thence Southeasterly along said West line to the North line of a 2.577 acre parcel of land; thence West along said North line to the West line of said 2.577 acre parcel; thence South along said West line to the South line of said 2.577 acre parcel; thence East along said South line to the West right-of-way line of Ironwood Road; thence South along said West right-of-way line to the North line of Ruby Plaza Minor Subdivision projected West; thence East along said North line and its projection to the East line of said Ruby Plaza Subdivision; thence South along said East line to the South right-of-way line of Ireland Road; thence West along said South right-of-way line to the East right-of-way line of Ironwood Road; thence South along said East right-of-way line to the North right-of-way line of the U.S. 20 Bypass; thence West along said North right-of-way line to the East line of Scottsdale Addition, Section C; thence North along said East line and the East line of Scottsdale Addition, Section B to the South right-of-way line of Ireland Road; thence West along said South right-of-way line to the West line of the Scottsdale Addition Section A; thence South along said West line and its projection South to the South right-of-way line of the U.S. 20 Bypass; thence West along said South right-of-way line to the West line of Scottsdale Addition Section D, a distance of 507.7 feet; thence West to the Southerly right-of-way line of the U.S. 20 Bypass; thence Southwesterly along said Southerly right-of-way line to the East right-of-way line of Miami Street; thence South along said East right-of-way line to the South right-of-way line of Jackson Road; thence West to the West right-of-way line of Miami Street; thence North along said West right-of-way line to the South right-of-way line of said U.S. 20 Bypass;

thence West along said South right-of-way line to the West right-of-way line of Fellows Street projected South; thence Westerly, Southwesterly, and Southerly to the South right-of-way line of Jackson Road; thence West to the Westerly right-of-way line of said U. S. 20 Bypass; thence Northerly, Northwesterly, and Westerly along said South right-of-way line of the U. S. 20 Bypass to the Easterly right-of-way line of the now abandon Penn Central Railroad located in the South half of said Section 26; thence Northeasterly along said Easterly right-of-way line to the Southerly right-of-way line of Ireland Road; thence West along said South right-of-way line to the West right-of-way line of said abandon Penn Central Railroad; thence Northeasterly along said West right-of-way line to the place of beginning.

WHEREAS, the Commission has determined that the Area is contiguous and compact; and

WHEREAS, the Commission has caused to be prepared maps and plats of the Area which show the boundaries of the Area, the location of various parcels of property, streets, alleys, and other features affecting the acquisition, clearance, replatting, replanning, rezoning, or redevelopment of the Area, indicating the parcels of property to be excluded from acquisition and the parts of the Area to be devoted to public ways, levees, sewerage, parks, playgrounds and other public purposes; and

WHEREAS, upon such surveys, investigations, and studies being made, the Commission has found and determined in its Resolution No. 1914, that the Area is blighted to the extent that such blighted conditions cannot be corrected by regulatory processes or by the ordinary operations of private enterprise without resort to the provisions of the Act and that the public health and welfare would be benefitted by acquisition in and redevelopment of the Area under the provisions of the Act; and

WHEREAS, the Commission has in its Resolution No. 1914 adopted the South Side Development Area Development Plan ("Development Plan") to serve as the plan for the redevelopment of the Area; and

WHEREAS, in its Resolution No. 1914, the Commission also approved conditions under which relocation payments will be made within the Area and established an Allocation Area for purposes of tax incremental financing; and

WHEREAS, in accordance with the Act, the Commission has submitted its Resolution No. 1914 together with the Development Plan and supporting data to the Area Plan Commission of St. Joseph County, Indiana ("Plan Commission") for approval; and

WHEREAS, the Plan Commission by its Resolution No. 142-02, adopted on November 19, 2002, approved, ratified and confirmed Commission Resolution No. 1914 and the Development Plan and further, the Plan Commission determined that Resolution No. 1914 and the Development Plan conform to the Master Plan of Development for the City of South Bend; and

WHEREAS, the Common Council has received from the Commission certain proposed findings of fact as set forth in the Commission's Resolution No. 1914 which concern the location,

physical condition of structures, land use, environmental influences and other economic conditions of the Area; and

WHEREAS, the Common Council is cognizant of the conditions that are imposed by Title VI of the Civil Rights Act of 1964, as amended and is further, cognizant of the views of the residents, taxpayers and merchants in the Area; and

WHEREAS, the South Bend Common Council, as governing body of the City, is required by the Act to approve the order of the Plan Commission and is further required to adopt the Development Plan before the Commission may proceed with acquisition in the Area or otherwise implement the Development Plan.

NOW, THEREFORE, BE IT RESOLVED by the South Bend Common Council, as follows:

Section 1. The order of the Area Plan Commission of St. Joseph County, Indiana as expressed in its Resolution No. 142-02 of November 19, 2002 as attached hereto and incorporated herein at Exhibit "A", is in all respects, approved.

Section 2. The Common Council hereby finds and determines that, based upon the evidence presented consisting of maps and plats of the Area and the proposed findings of fact submitted to it, that the Area, which has been found by the Commission to be blighted, is blighted to an extent that cannot be corrected by regulatory processes or by the ordinary operation of private enterprise without resort to the provisions of the Act and that the public health and welfare will be benefitted by the acquisition and redevelopment of the Area.

Section 3. The Common Council hereby finds and determines that the objectives of the Development Plan cannot be achieved without extensive rehabilitation of the Area consistent with the Development Plan.

Section 4. The Common Council hereby finds that the Area is contiguous and compact.

Section 5. The Common Council hereby recognizes the need for considering the views of the residents, taxpayers, and merchants in the Area in the redevelopment of the Area.

Section 6. The Common Council hereby assures the United States of America full compliance with the provisions of Title VI of the Civil Rights Act of 1964, as amended.

Section 7. The Common Council hereby finds and determines that South Bend Redevelopment Commission Resolution No. 1914 dated November 1, 2002 and the Development Plan are in all respects approved and adopted.

Section 8. The Common Council hereby directs the City Clerk to file certified copies hereof together with the minutes of this meeting.

Section 9. This resolution shall be in full force and effect from and after its adoption by

the Common Council and approval by the Mayor.

Roland K. C.

Member, South Bend Common Council

PRESENTED 11-25-02.

NOT APPROVED

Filed In Clerk's Office
NOV 2 2002
LORETTA J. DUDA
CITY CLERK, SO. BEND, IN.

Exhibit G

CONFIRMING RESOLUTION 1928
(South Bend Redevelopment Commission)

RESOLUTION NO. 1928

A CONFIRMATORY RESOLUTION OF THE SOUTH BEND REDEVELOPMENT COMMISSION FOR THE SOUTH SIDE DEVELOPMENT AREA RATIFYING AND CONFIRMING RESOLUTION NO. 1914, DESIGNATING THE SOUTH SIDE DEVELOPMENT AREA, DECLARING THE SOUTH SIDE DEVELOPMENT AREA TO BE BLIGHTED, APPROVING A DEVELOPMENT PLAN AND CONDITIONS UNDER WHICH RELOCATION PAYMENTS WILL BE MADE, AND ESTABLISHING AN ALLOCATION AREA FOR PURPOSES OF TAX INCREMENTAL FINANCING

WHEREAS, in accordance with Ind. Code § 36-7-14-17 of the Redevelopment of Blighted Areas Act of 1981 ("Act"), as Amended and Supplemented, the City of South Bend, Indiana Redevelopment Commission ("Commission") at its regular meeting of November 1, 2002 approved and adopted Resolution No. 1914 ("Declaratory Resolution") designating the area described below as the South Side Development Area ("Area"), declaring the South Side Development Area to be blighted, approving the South Side Development Area Development Plan ("Development Plan"), approving conditions under which relocation payments will be made and establishing an allocation area for purposes of tax incremental financing:

A PARCEL of land being a part of the Northeast Quarter of Section 26, and a part of Southeast Quarter of Section 23 and a part of the West half of Section 24, all in Township 37 North, Range 2 East, City of South Bend, Centre Township and Portage Township, St. Joseph County, Indiana and being more particularly described as follows:

BEGINNING at the intersection of the South right-of-way line of Chippewa Avenue and the West right-of-way line of the now abandon Penn Central Railroad located in the Northeast Quarter of said Section 26; thence Northeasterly and Northerly along said West right-of-way line to the Southerly right-of-way line of Ewing Avenue; thence East along said South right-of-way line to the first North-South property line located East of Michigan Street; thence South along said first North-South property line to the North right-of-way line of Altgeld Street; thence East along said Altgeld Street, a distance of 5 feet to the West right-of-way line of the first alley East of Michigan Street projected North; thence South along said West right-of-way line and its projection to the South right-of-way line of Donmoyer Avenue; thence East along said South right-of-way line to the West right-of-way line of St. Joseph Street; thence South along said West right-of-way line to the North right-of-way line of Farneman Street; thence West along said North right-of-way line

to the intersection with the West right-of-way line of the first alley located East of Michigan Street projected North; thence South along said West right-of-way line and its projection North to the North right-of-way line of Jennings Avenue; thence East along said North right-of-way line to the intersection with the West right-of-way line of the first alley located East of Michigan Street projected North; thence South along said West right-of-way line and its projection to the South right-of-way line of Chippewa Avenue; thence South along said West right-of-way line to the North right-of-way line of Barbie Street; thence East along said North right-of-way line to the West line of Lot 56 Zook's First Subdivision projected North; thence South along said West line of Lot 56 and its projection to the Southwest corner of said Lot 56; thence East along the South line of said Zook's First Subdivision to the East right-of-way line of Fellows Street; thence North along said east right-of-way line to the North line of Lot 75 in said Zook's First Subdivision; thence East along said North line to the East line of said Zook's First Subdivision; thence North and Northeasterly along said East line to the North line of the Erskine Golf Course parcel; thence East along the North line of said Erskine Golf Course to the West right-of-way line of Miami Street; thence South along said West right-of-way line to the South right-of-way line of Alpine Drive projected West; thence East along said South right-of-way line and its projection to the East line of Lot A Broadmoor Section 3 Revised; thence Southeasterly to the Northeast corner of Lot 254; thence East and Northeasterly to the Northeast corner of Lot 247; thence Southeasterly to the Southwest corner of Lot 246 and being on the North right-of-way line of Ireland Road; thence East along said North right-of-way line thence East along the North right-of-way line of Ireland Road to the East line of Broadmoor Section 6; thence North along said East line to the South line of Lot 472 in said Broadmoor Section 6; thence East along said South line of Lot 472 and the South lines of Lots 10 and 9 in Ireland Woods, Section One; thence Northeasterly along the South lines of Lots 8, 7, A, B, and Lot 4; thence East along the South line of Lots 3, 2, 1 and Lot 71AA to the East line of said Lot 71AA; thence North along said East line of Lot 71AA, and Outlot B, 69, and Lot 68; thence West along the North line of said Lot 68, a distance of 181 feet; thence North 20 feet; thence West 35 feet; thence North along the East line of Lots 67, 52, and 51 to the South line of Meadow View Second Addition; thence East along said South line to the West line of a 1.187 acre parcel of land; thence Southeasterly along said West line to the North line of a 2.577 acre parcel of land; thence West along said North line to the West line of said 2.577 acre parcel; thence South along said West line to the South line of said 2.577 acre parcel; thence East along said South line to the West right-of-way line of Ironwood Road; thence South along said West right-of-way line to the North line of Ruby Plaza Minor Subdivision projected West; thence East along said North line and its projection to the East line of said Ruby Plaza Subdivision; thence South along said East line to the South right-of-way line of Ireland Road; thence West along said South right-of-way line to the East right-of-way line of Ironwood Road; thence South along said East right-of-way line to the North right-of-way line of the U.S. 20 Bypass; thence West along said North right-of-way line to the

East line of Scottsdale Addition, Section C; thence North along said East line and the East line of Scottsdale Addition, Section B to the South right-of-way line of Ireland Road; thence West along said South right-of-way line to the West line of the Scottsdale Addition Section A; thence South along said West line and its projection South to the South right-of-way line of the U.S. 20 Bypass; thence West along said South right-of-way line to the West line of Scottsdale Addition Section D, a distance of 507.7 feet; thence West to the Southerly right-of-way line of the U.S. 20 Bypass; thence Southwesterly along said Southerly right-of-way line to the East right-of-way line of Miami Street; thence South along said East right-of-way line to the South right-of-way line of Jackson Road; thence West to the West right-of-way line of Miami Street; thence North along said West right-of-way line to the South right-of-way line of said U.S. 20 Bypass; thence West along said South right-of-way line to the West right-of-way line of Fellows Street projected South; thence Westerly, Southwesterly, and Southerly to the South right-of-way line of Jackson Road; thence West to the Westerly right-of-way line of said U. S. 20 Bypass; thence Northerly, Northwesterly, and Westerly along said South right-of-way line of the U. S. 20 Bypass to the Easterly right-of-way line of the now abandon Penn Central Railroad located in the South half of said Section 26; thence Northeasterly along said Easterly right-of-way line to the Southerly right-of-way line of Ireland Road; thence West along said South right-of-way line to the West right-of-way line of said abandon Penn Central Railroad; thence Northeasterly along said West right-of-way line to the place of beginning.

WHEREAS, the Commission has heretofore submitted its Declaratory Resolution No. 1914 and the Development Plan to the Area Plan Commission of St. Joseph County for approval in accordance with the provisions of Ind. Code § 36-7-14-16; and

WHEREAS, at its regular meeting of November 19, 2002, the Area Plan Commission of St. Joseph County approved its Resolution No. 142-02 which Resolution 142-02 constituted the written order of the Area Plan Commission of St. Joseph County, Indiana approving Commission Declaratory Resolution No. 1914 and the Development Plan pursuant to Ind. Code § 36-7-14-16; and

WHEREAS, the Commission submitted to the South Bend Common Council, legislative body for the City of South Bend, St. Joseph County, Indiana, said Resolution No. 142-02 constituting the Area Plan Commission's written order approving the Commission's Declaratory Resolution No. 1914 and the Development Plan and the Area Plan Commission's certification that the Development Plan conforms to the master plan of development for the City of South Bend; and

WHEREAS, at its regular of November 25, 2002, the South Bend Common Council, adopted its Resolution No. 3136-02 approving the order of the Area Plan Commission of St. Joseph County with regard to the South Side Development Area and finding that the Area is blighted; and

WHEREAS, after receipt of the written order of approval of the Area Plan Commission and

approval of the South Bend Common Council, pursuant to Ind. Code § 36-7-14-17, the Commission caused to be published a Notice of Public Hearing in accordance with Ind. Code § 5-3-1 in the *South Bend Tribune* and *Tri-County News* with such Notice advising of the adoption and substance of its Declaratory Resolution No. 1914, stating that maps and plats have been prepared and are available for inspection at the City of South Bend Department of Redevelopment, and naming Friday, December 20, 2002, at 10:00 a.m., Eastern Standard Time, in Room 1308 of the County-City Building, 13th Floor, 227 West Jefferson Boulevard, South Bend, Indiana as the date, time and place of a Public Hearing at which time the Commission would receive and hear written remonstrances and objections from persons interested in or affected by the proceedings pertaining to the proposed project and to determine the public utility and benefit of the proposed project for the South Side Development Area; and

WHEREAS, a copy of the Notice of Public Hearing on the South Side Development Area was filed in the Office of the Area Plan Commission of St. Joseph County, Indiana, the Board of Zoning Appeals, the Board of Public Works, the South Bend Board of Park Commissioners, the South Bend Building Commissioner, as well as any other departments, bodies, or officers of the unit having to do with unit planning, variances from zoning ordinances, land use, or the issuance of building permits; and

WHEREAS, copies of the Notice of Public Hearing and an impact statement were delivered by first class mail or by hand delivery to the taxing unit wholly or partly located within the boundaries of said development area and tax allocation area in accordance with Ind. Code § 36-4-14-17; and

WHEREAS, at the Public Hearing held by the Commission on Friday, December 20, 2002, at 10:00 a.m., Eastern Standard Time, in Room 1308 of the County-City Building, 13th Floor, 227 West Jefferson Boulevard, South Bend, Indiana, the time and place so stated in the notice, the Commission heard all persons interested in or affected by the proceedings and received _____ written remonstrances and objections that had been filed; and

WHEREAS, the Commission has now heard all persons who have expressed views or voiced any objections to its Declaratory Resolution No. 1914 proposing the establishment of the South Side Development Area, it has considered their objections so voiced, and therefore, the Commission is prepared to take final action on said Declaratory Resolution No. 1914 creating the South Side Development Area; and

WHEREAS, the Commission, after careful consideration of the evidence presented, careful consideration of the comments and objections made at the Public Hearing and upon further review of the entire proceedings is prepared to find that the redevelopment of property in the blighted area referred to in its Declaratory Resolution No. 1914 proposing the establishment of the South Side Development Area, as adopted by the Commission on November 1, 2002, is of public utility and benefit and that said Declaratory Resolution No. 1914 establishing the South Side Development Area should be ratified, confirmed and approved without change, and that the real estate to be included

in the South Side Development Area is accurately described in the first "WHEREAS" clause above.

NOW, THEREFORE, BE IT RESOLVED that the South Bend Redevelopment Commission, Governing Body of the City of South Bend Department of Redevelopment, now confirms that the area described in the first "WHEREAS" clause above is blighted and deteriorating, that such area constitutes a menace to the social and economic interests of the City of South Bend and its inhabitants, and that the redevelopment of such area shown on the described maps and plats under the provisions of the Redevelopment of Blighted Areas Act of 1981 ("Act"), as Amended and Supplemented (Ind. Code § 36-7-14-1 *et seq.*), will be of public utility and benefit.

BE IT FURTHER RESOLVED that the proposed project and the plan of redevelopment as set forth in the Commission's Declaratory Resolution No. 1914, adopted by the South Bend Redevelopment Commission, Governing Body of the City of South Bend, Department of Redevelopment, on November 1, 2002, is of public utility and benefit and said Declaratory Resolution is now hereby ratified, confirmed and approved.

BE IT FURTHER RESOLVED, after careful consideration of the evidence submitted to the Commission, the Commission hereby adopts and confirms the following Findings of Fact for the South Side Development Area:

1. The Commission finds and determines that there is a substantial presence in the area designated as the South Side Development Area ("Area") of excessive vacant land or which structures were located, abandoned or vacant buildings, old buildings, excessive vacancies, substandard structures and delinquency in the payment of real property taxes.

2. The Commission further finds that the Area is blighted and constitutes a menace to the social and economic interest of the City of South Bend and its inhabitants, and it will be of public utility and benefit to acquire land within such Area and to redevelop it under the Act.

3. The assessed value of the real property of the Area when added to the assessed value of the real property located in all redevelopment areas does not exceed twenty percent (20%) of the total assessed value of the real property located in the City of South Bend.

4. The South Side Development Area Plan ("Plan") for the Area will result in the demolition and/or selective demolition and reuse of severely blighted structures. Alleviating this blight and its blighting influence is projected to be a catalyst to ongoing and future development in the area.

5. The Plan for the Area delineates four (4) Sub-Areas to be known as (i) the East Ireland Road Sub-Area; (ii) the Erskine Hills Sub-Area; (iii) the South Gateway

Sub-Area; and (iv) the Michigan & Main Street Commercial Corridor Sub-Area.

6. The Plan for the Area allows for the designation of an overlay area within the Erskine Hills Sub-Area for a Sales Tax Increment Finance ("STIF") District.

7. The Plan for the Area cannot be achieved without the designation of the Area as a redevelopment area because the presence of both "brownfield" and "greyfield" conditions within the Area and because of the existence of blighted conditions as defined at Ind. Code § 36-7-1-3.

8. The Plan for the Area will allow for the master-planned development of multiple sites within the Area. The Area status will allow opportunities for the master planning of traffic circulation, infrastructure upgrades and development, master signage and control, landscaping and site design control and general development planning.

9. The Plan for the Area allows for the study for future remediation of the property commonly known as the former Fitterling landfill site located east of 514 Ireland Road within the proposed South Gateway Sub-Area and provides the necessary redevelopment tools and funding mechanisms to aid in the stabilization and development of the Fitterling landfill site and properties that are adjacent thereto.

10. The Plan for the Area will complement public and private sector investment within the immediate neighborhoods.

11. The public health and welfare will be benefitted by the accomplishment of the Plan within the Area.

12. The Plan for the Area will result in improvements to the public infrastructure necessary to provide for the vehicular and pedestrian circulation needs of a commercial retail corridor.

13. The Plan for the Area will provide the necessary redevelopment tools and facilitate the use of certain funding mechanisms to aid in the redevelopment of the area commonly known as Scottsdale Mall Shopping Center that is located within the Erskine Hills Sub-Area.

14. The Plan for the Area will provide the necessary redevelopment tools and funding mechanisms to aid in the demolition and/or selective demolition and site preparation and remediation of the certain greyfield and brownfield sites within the Area.

15. The Plan for the Area will allow for the expansion and upgrade of public

facilities and utilities within the Area.

16. The Plan for the Area will allow for the planned acquisition of parcels of real property related to the expansion of public roadways and utility structures.

17. The Plan for the Area conforms to other development and redevelopment plans for the City of South Bend and conforms to the comprehensive plan of the City of South Bend.

18. The Plan is reasonable and appropriate when considered in relation to the purpose of Chapter 14, Article 7, Title 39 of the Indiana Code.

19. The Plan is in all respects ratified, confirmed and approved, and the Secretary is directed to file a certified copy of the Plan with the minutes of this meeting and to record a certified copy of the Plan in the Office of the Recorder of St. Joseph County, Indiana.

BE IT FURTHER RESOLVED that, pursuant to Ind. Code § 36-7-14-39 of the Act:

A. For purposes of the allocation provisions of the Act, as authorized by Ind. Code § 36-7-14-39, and as used in this Resolution for the purposes of distribution of real property taxes, the "allocation area" of the South Side Development Area, and which area is more more particularly described in the first "WHEREAS" clause above; and

B. Any real property taxes hereinafter levied by or for the benefit of any public body entitled to a distribution of property taxes on taxable property within the allocation area be allocated and distributed as follows:

(1) Except as otherwise provided in this section, the proceeds of the taxes attributable to the lesser of:

(A) the assessed value of the property for the assessment date with respect to which the allocation and distribution is made; or

(B) the base assessed value;

shall be allocated to and, when collected, paid into the funds of the respective taxing units.

(2) Except as otherwise provided in this section, property tax proceeds in excess of those described in subdivision (1) shall be allocated to the redevelopment district and, when collected, paid into an allocation fund for that allocation area that may be used by the redevelopment district only to do one (1) or

more of the following:

(A) Pay the principal of and interest on any obligations payable solely from allocated tax proceeds which are incurred by the redevelopment district for the purpose of financing or refinancing the redevelopment of the allocation area;

(B) Establish, augment, or restore the debt service reserve for bonds payable solely or in part from allocated tax proceeds in the allocation area;

(C) Pay the principal of and interest on bonds payable from allocated tax proceeds in that allocation area and from the special tax levied under Ind. Code § 36-7-14-27;

(D) Pay the principal of and interest on bonds issued by the City of South Bend to pay for local public improvements in or serving the allocation area;

(E) Pay premiums on the redemption before maturity of bonds payable solely or in part from allocated tax proceeds in the allocation area;

(F) Make payments on leases payable from allocated tax proceeds in the allocation area under Ind. Code § 36-7-14-25.2;

(G) Reimburse the City of South Bend for expenditures made by it for local public improvements which includes, but is not limited to, buildings, parking facilities, and other items described in Ind. Code § 36-7-14-25.1(a) in or serving the allocation area;

(H) Reimburse the City of South Bend for rentals paid by it for a building or parking facility in or serving the allocation area under any lease entered into under Ind. Code § 36-1-10;

(I) Pay all or a portion of a property tax replacement credit to taxpayers in an allocation area as determined by the Commission by separate resolution;

(J) Pay expenses incurred by the Commission for local public improvements that are in the allocation area or are serving the allocation area (which includes buildings, parking facilities or other

items described in Ind. Code § 36-7-14-25.1(a));

(K) Reimburse public and private entities for expenses incurred in training employees of industrial facilities that are located (i) within the allocation area; and (ii) on a parcel of real property that has been classified as industrial property under the rules of the state board of tax commissioners;

(L) Reimburse the Commission for preliminary expenditures paid from Commission funds prior to the issuance of the bonds with bond proceeds, said expenditures to include legal, architectural, engineering, surveys, appraisals, and supervisory expenses related to the acquisition and redevelopment of property, the issuance of bonds and related costs;

provided, however, that if future uses of property tax proceeds allocated to the allocation fund are authorized or permitted by amendment to the Act, including Ind. Code § 39-7-14-39, after the effective date of this resolution, those uses shall also be authorized or permitted for property tax proceeds allocated hereby; and further provided that the allocation fund may not be used for operating expenses of the Commission.

C. Inasmuch as a portion of the allocation area is located within an enterprise zone created under Ind. Code § 4-4-4-6.1, the provisions of Ind. Code § 36-7-14-39(g) shall apply to the use and allocation of proceeds in excess of those described in subsection B(1) of this Resolution.

D. When the funds are no longer need for the purposes permitted in subsection B, above, moneys in the allocation fund in excess of that amount shall be paid to the respective taxing units in the manner prescribed in Ind. Code § 36-7-14-39(b)(1).

E. "Property taxes" and "property tax proceeds" as used in this resolution shall mean taxes imposed on real property under Ind. Code § 6-1.1.

BE IT FURTHER RESOLVED that the Commission's Declaratory Resolution No. 1914, adopted by the South Bend Redevelopment Commission, Governing Body of the City of South Bend, Department of Redevelopment, on November 1, 2002 in accordance with the Act is hereby ratified, confirmed and approved without change.

BE IT FURTHER RESOLVED that pursuant to Ind. Code § 36-7-14-17(d), this Resolution constitutes a final action by the Commission determining the public utility and benefit of the proposed project and confirming its Declaratory Resolution No. 1914 pertaining to the South Side

Development Area.

BE IT FURTHER RESOLVED that the Secretary is directed to record this Resolution No. No. 1928 pursuant to the requirements of Ind. Code § 36-7-14-17(c)

ADOPTED at a regular meeting of the South Bend Redevelopment Commission held on December 20, 2002, at Room 1308, County-City Building, 227 West Jefferson Boulevard, South Bend, Indiana 46601

SOUTH BEND REDEVELOPMENT COMMISSION

By: _____
Robert W. Hunt, President

ATTEST:

_____

STATE OF INDIANA)
) SS:
ST. JOSEPH COUNTY)

Before me, the undersigned, a Notary Public, in and for said County and State, personally appeared Robert W. Hunt and _____, known to me to be the President and _____ of the South Bend Redevelopment Commission and acknowledged the execution of the foregoing Resolution No. 1928.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal on the 24th day of December, 2002.

_____
Notary Public
Residing in St. Joseph County, IN

My Commission Expires:

PAMELA S MORRIS
NOTARY PUBLIC STATE OF INDIANA
ST. JOSEPH COUNTY
MY COMMISSION EXP. SEPT 21,2010

Exhibit H

STATEMENT TO TAXING UNITS LOCATED WITHIN THE SOUTH SIDE DEVELOPMENT AREA OF A DECLARATORY RESOLUTION ESTABLISHING ALLOCATION AREA FOR PURPOSES OF TAX INCREMENT FINANCE

STATEMENT TO TAXING UNITS LOCATED WITHIN THE SOUTH SIDE DEVELOPMENT AREA OF A DECLARATORY RESOLUTION ESTABLISHING ALLOCATION AREA FOR PURPOSES OF TAX INCREMENT FINANCE

Notice is hereby given, pursuant to IC 36-7-14-17(c), that the South Bend Redevelopment Commission, governing body of the City of South Bend Department of Redevelopment and the Redevelopment District of South Bend, Indiana, adopted on November 1, 2002, Resolution No. 1914 (the "Declaratory Resolution") declaring a certain area within the City of South Bend, Indiana (the "City"), to be a redevelopment area (the "Area") for the purpose of creating the South Side Development Area within the meaning of the Redevelopment of Cities and Towns Act of 1953, which has been codified in IC 36-7-14 (the "Act").

The Declaratory Resolution approved a redevelopment area plan for the Area entitled "South Side Development Area Plan" (the "Redevelopment Plan"). The Declaratory Resolution further declared that, for purposes of the allocation provisions of Section 39 of the Act, the Area shall constitute an allocation area (the "Allocation Area") for purposes of the Act to assist in paying for and implementing the Redevelopment Plan.

A. Estimated Benefits and Costs Incurred by the Allocation Area.

The primary anticipated benefit of the creation of the Allocation Area is to provide a means by which the Redevelopment Plan prepared by the Redevelopment Commission may be implemented. The Redevelopment Plan has been designed to permit and assist the development and redevelopment, including associated infrastructure improvements, of commercial, retail and entertainment sites within the Area, including, but not limited to: (i) the Ireland/Ironwood commercial area; (ii) the Erskine Hills Shopping District near the intersection of Ireland Road and Miami Street, including Scottsdale Mall; (iii) the South Gateway area consisting of a variety of commercial uses, including the redevelopment and environmental remediation of the twenty-six (26) acre Fitterling Landfill property and (iv) the Michigan & Main Street Commercial Corridor area, consisting of commercial and residential properties (the "Project"), all as described in the Redevelopment Plan. Upon implementation of the Redevelopment Plan, the public health, safety, and general welfare will improve, and property values will increase. The cost of implementing the Redevelopment Plan will be paid for with tax revenues generated by the anticipated increases in assessed valuation of real property resulting from the Project. Growth in the Area's tax base from private development that is likely to occur as a result of the designation of the Area is unlikely to occur without implementation of the Redevelopment Plan.

B. Anticipated Impact on Tax Revenues of Taxing Units Located Within the Allocation Area.

The base assessed valuation date of real property located within the Allocation Area has been set by the Declaratory Resolution as of March 1, 2002. Any increase in tax

revenues generated from increases in assessed valuation after that date may be allocated into the Allocation Fund pursuant to Section 39 of the Act. The increases in the assessed valuation of real property located within the Allocation Area (not including real property used which is assessed as residential property) may not be available to the taxing units for purposes of the annual budget computation. However, there is no loss expected of the tax revenues collected by such taxing units.

The Redevelopment Commission has determined that the proposed development of the Area will not occur without the redevelopment activities described above. Therefore, the Redevelopment Commission believes that there is no negative impact on anticipated revenues of the taxing units that are wholly or partly located within the Area. The tax base of the Area has not grown as a result of new development, which has not allowed the Area to support needed services commensurate with the capacity of the Area. Designating the Area as an Allocation Area will stimulate new private investment that will significantly increase the tax base available to support economic development activities. There will be no negative impact of taxing jurisdictions, since the current tax base will remain the same.

[To be delivered to those taxing units identified as being located or partly located within the Allocation Area as described in the Declaratory Resolution by December 9, 2002, along with the notice of the public hearing.]

TABLE DIRECTORY

Table 1	Development Area Traffic Count Data - Local Roads
Table 1A	Development Area Traffic Count Data - US 20/31 Bypass
Table 2	Development Area Demographic Data

Table 1: Development Area Traffic Count Data - Local Roads

#	Location	2001	2000	1999	1998	1997	1996	1995	1994
Ewing Avenue									
2128	W of Main St	8913	NC	10991	NC	NC	NC	9967	NC
2130	E of Michigan St	7937	NC	8586	NC	NC	NC	8679	NC
Ireland Road									
2189	W of Main St	NC	NC	NC	NC	NC	NC	5993	NC
2190	E of Fellows St	NC	NC	18181	17475	NC	NC	17978	NC
2192	E of Miami St	NC	NC	18589	NC	NC	13948	NC	NC
2194	W of Ironwood Dr	NC	NC	15521	NC	NC	14820	NC	NC
Ironwood Drive									
2212	N of Ireland Rd	NC	16316	NC	NC	13319	NC	NC	13856
2213	S of Ireland Rd	NC	NC	NC	NC	NC	NC	NC	NC
Main Street									
2330	S of Ewing Ave	NC	NC	NC	NC	NC	17720	NC	NC
2332	N of Chippewa Blvd	NC	13565	NC	NC	NC	14210	NC	NC
Miami Street									
2356	S of Donmoyer Ave	NC	NC	14519	NC	NC	15050	NC	NC
2358	S of Ireland Rd	NC	NC	16973	NC	NC	17498	NC	NC
2360	S of Jackson Rd	NC	NC	11643	NC	11002	10239	NC	NC
Michigan Street									
2376	N of Ewing Ave	17462	NC	NC	NC	NC	20043	NC	NC
2378	N of Donmoyer Ave	NC	15529	NC	NC	NC	NC	NC	18282
2382	S of Ireland Rd	NC	NC	18343	18518	NC	NC	25599	NC

Source: Traffic Volume Counting Program MACOG FY2002

Table 1A: Development Area Traffic Count Data - US 20/31 Bypass

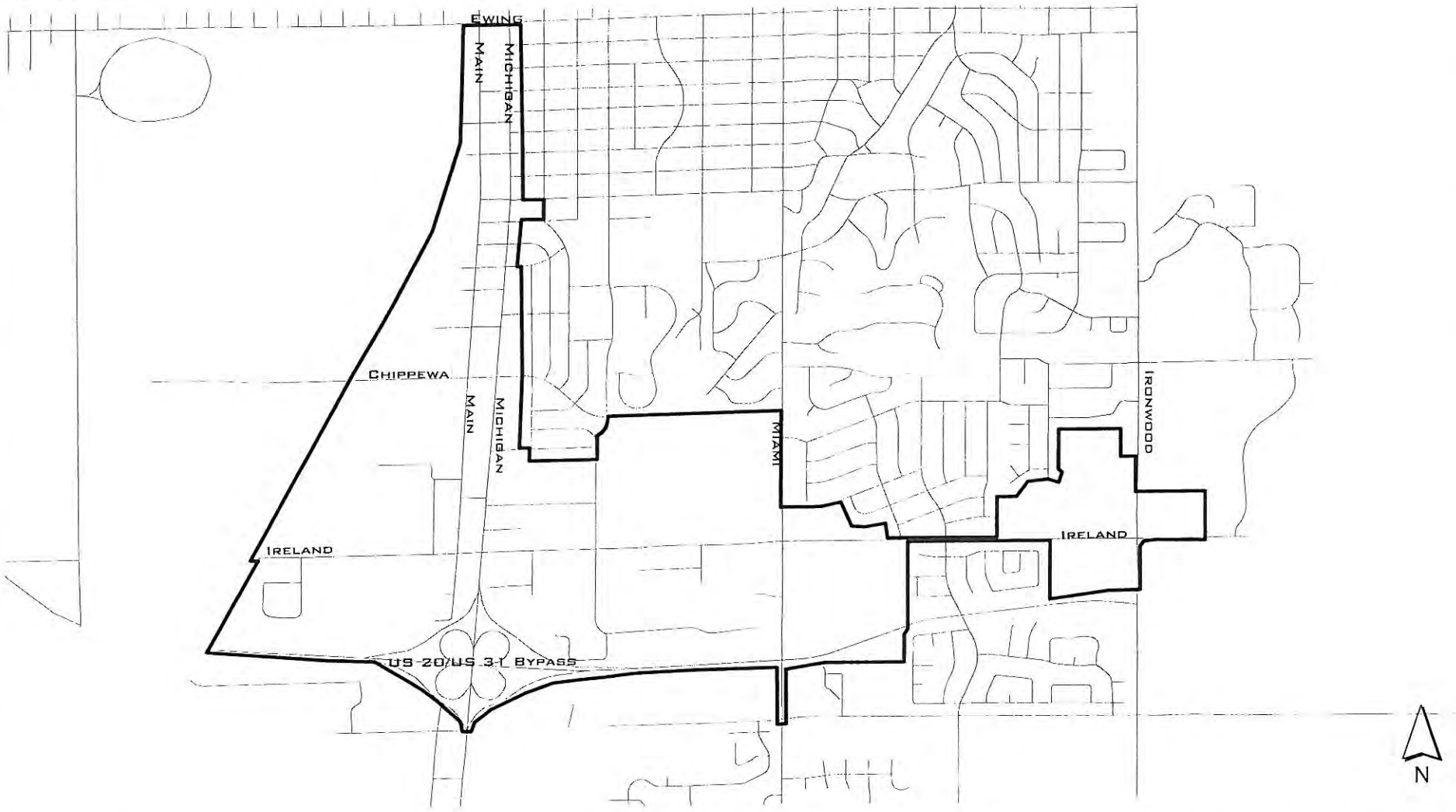
#	Location	2002
Bypass - General Counts		
1	West of Michigan Interchange	29,734
2	East of Michigan Interchange	34,962
3	East of Ironwood Interchange	36,225
Bypass - Ironwood Interchange		
4	NW Ramp	2940
5	SW Ramp	3040
6	NE Ramp	3502
7	SE Ramp	3336
Bypass - Michigan Interchange		
8	Outside NW Ramp	1567
9	Inside NW Loop	4043
10	Outside SW Ramp	4886
11	Inside SW Loop	2957
12	Outside SE Ramp	4569
13	Inside SE Loop	1751
14	Outside NE Ramp	3490
15	Inside NE Loop	3558

Source: MACOG 2002

MAP DIRECTORY

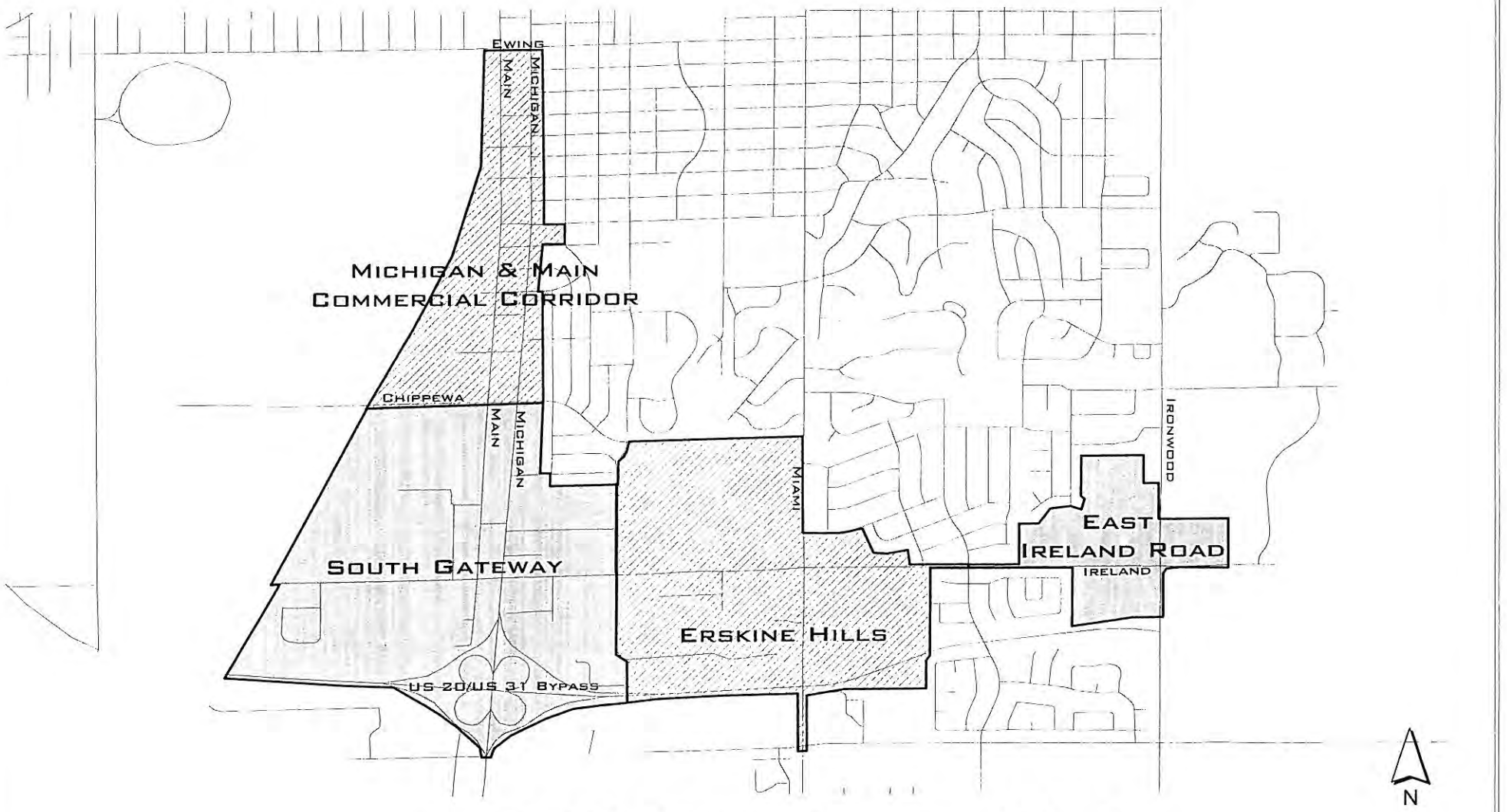
Map 1	South Side Development Area Map
Map 2	South Side Development Area Sub-Area Map
Map 3	Sales Tax Increment Finance (STIF) District Map
Map 4	Development Site Map
Map 5	Land Use Map
Map 6	Zoning Map
Map 7	Traffic Circulation Map
Map 8	Traffic Count Map - Local Roads
Map 8A	Traffic Count Map - US 20/31 Bypass
Map 9	Census Map
Map 10	Institutional and Recreational Land Use Map
Map 11	East Ireland Road Sub-Area Map
Map 12	Erskine Hills Sub-Area Map
Map 13	South Gateway Sub-Area Map
Map 14	Michigan & Main Street Commercial Corridor Sub-Area Map
Map 15	Fitterling Landfill Area Map
Map 16	Scottsdale Mall Site Map
Map 17	Reserved Map
Map 18	Reserved Map
Map 19	Reserved Map
Map 20	Reserved Map

MAP 1: SOUTH SIDE DEVELOPMENT AREA MAP



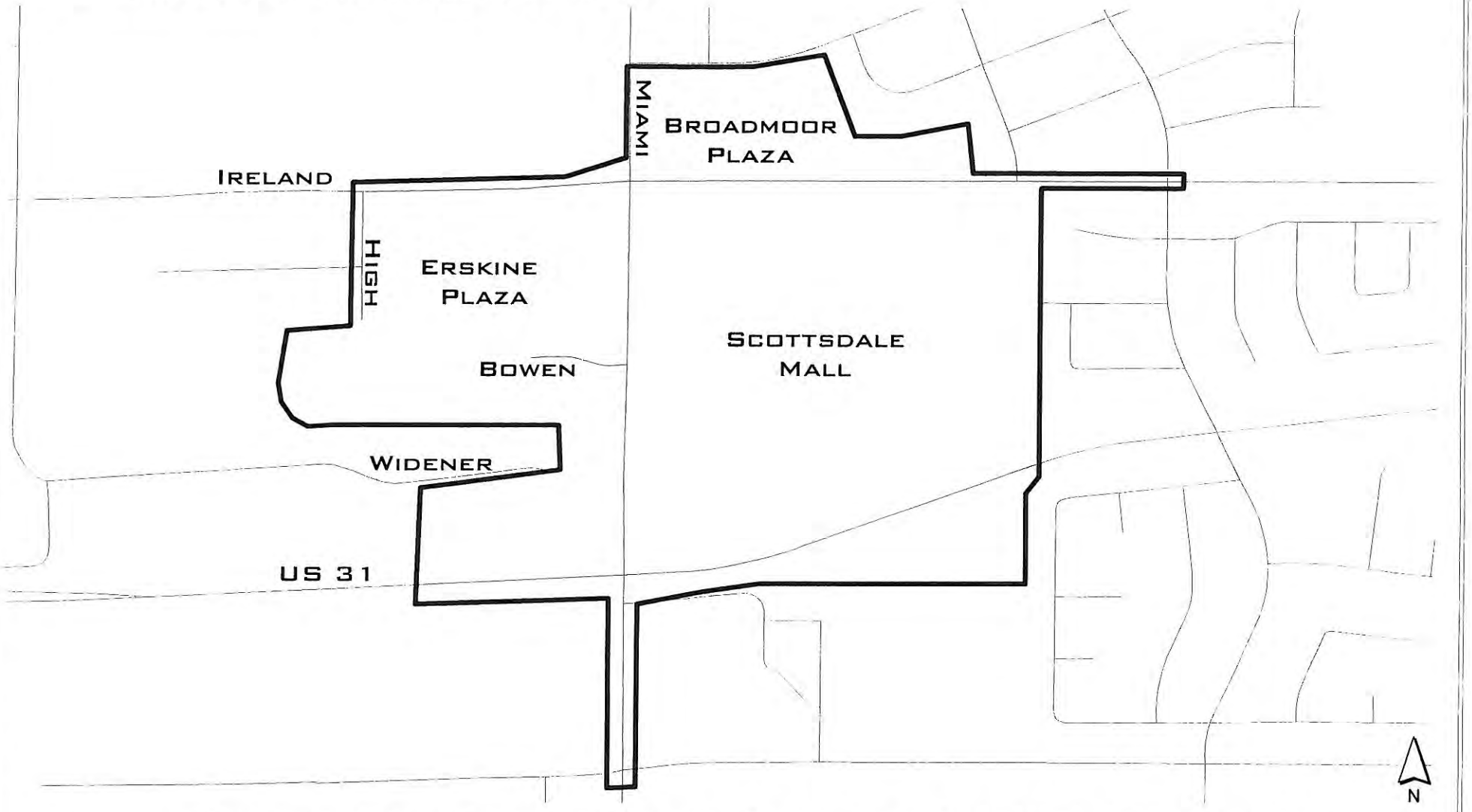
SOUTH SIDE DEVELOPMENT AREA (SSDA)

MAP 2: SOUTH SIDE DEVELOPMENT AREA SUB-AREA MAP



SSDA SUB-AREA MAP

MAP 3: SALES TAX INCREMENT FINANCE (STIF) DISTRICT

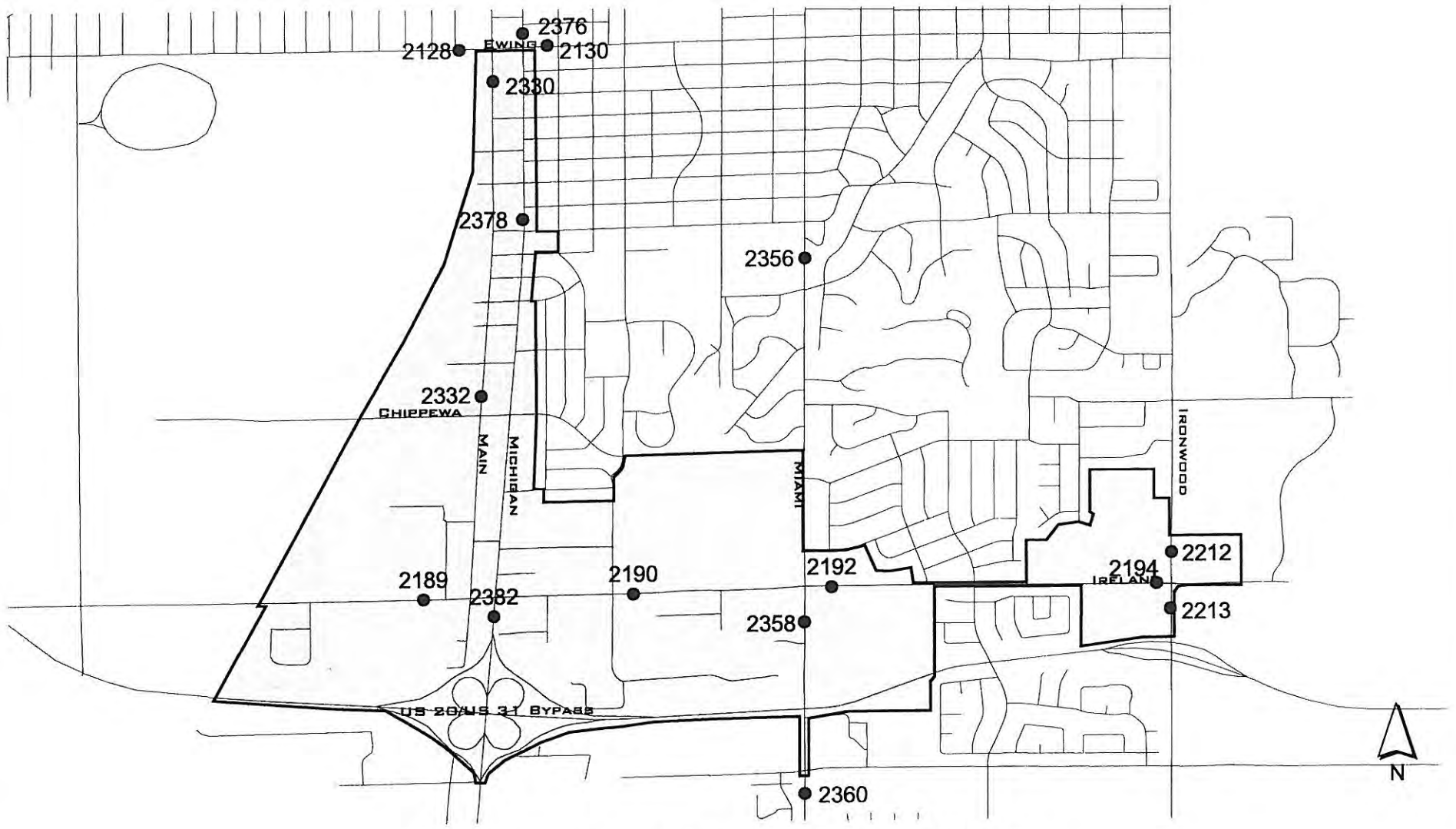


SALES TAX INCREMENT FINANCE (STIF) DISTRICT

MAP 7: SOUTH SIDE DEVELOPMENT AREA TRAFFIC CIRCULATION MAP

TRAFFIC CIRCULATION MAP

MAP 8: SOUTH SIDE DEVELOPMENT AREA TRAFFIC COUNT MAP - LOCAL ROADS

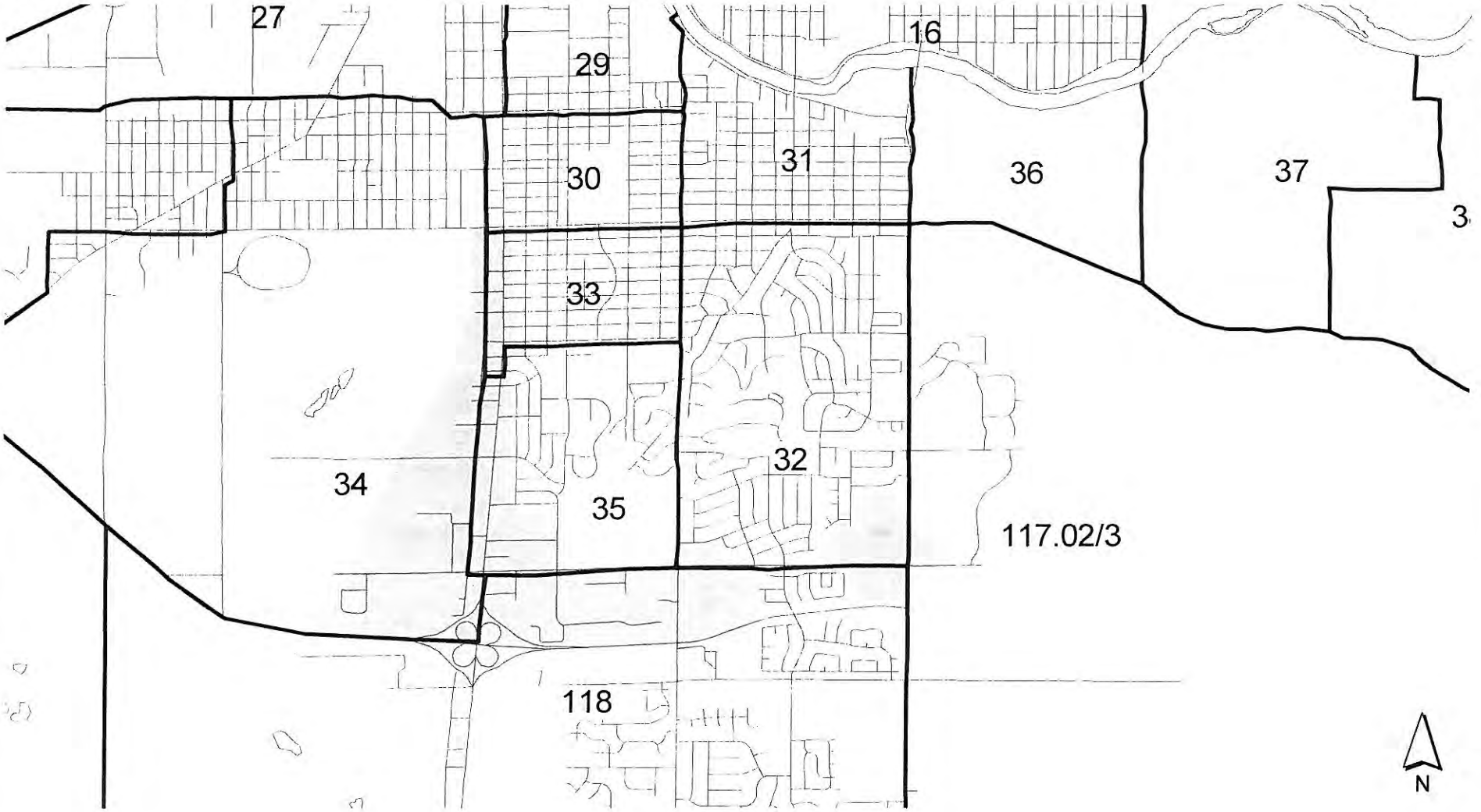


TRAFFIC COUNT MAP

MAP 8A: SOUTH SIDE DEVELOPMENT AREA TRAFFIC COUNT MAP - US 20/31 BYPASS

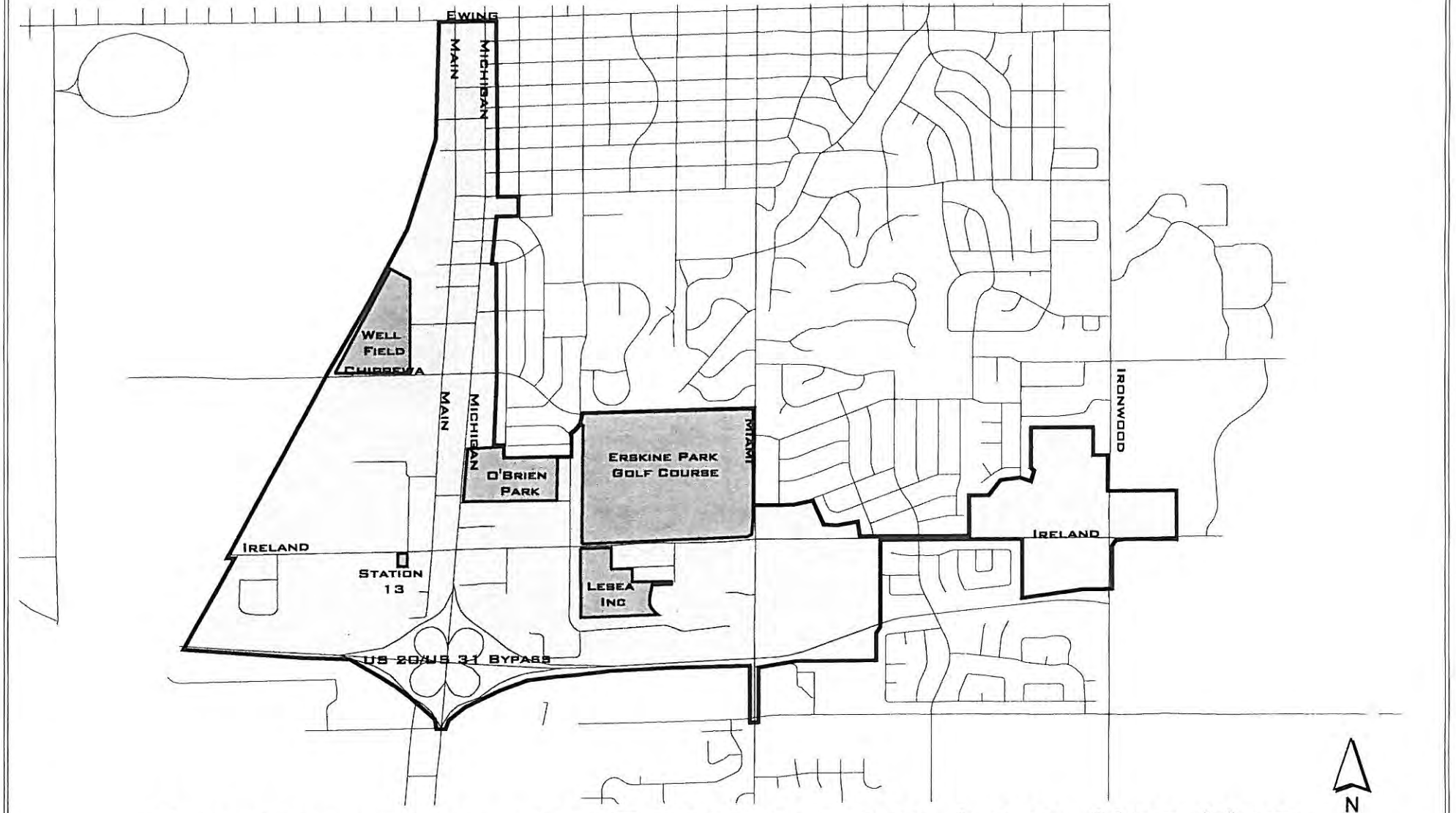
TRAFFIC COUNT MAP

MAP 9: SOUTH SIDE DEVELOPMENT AREA CENSUS MAP



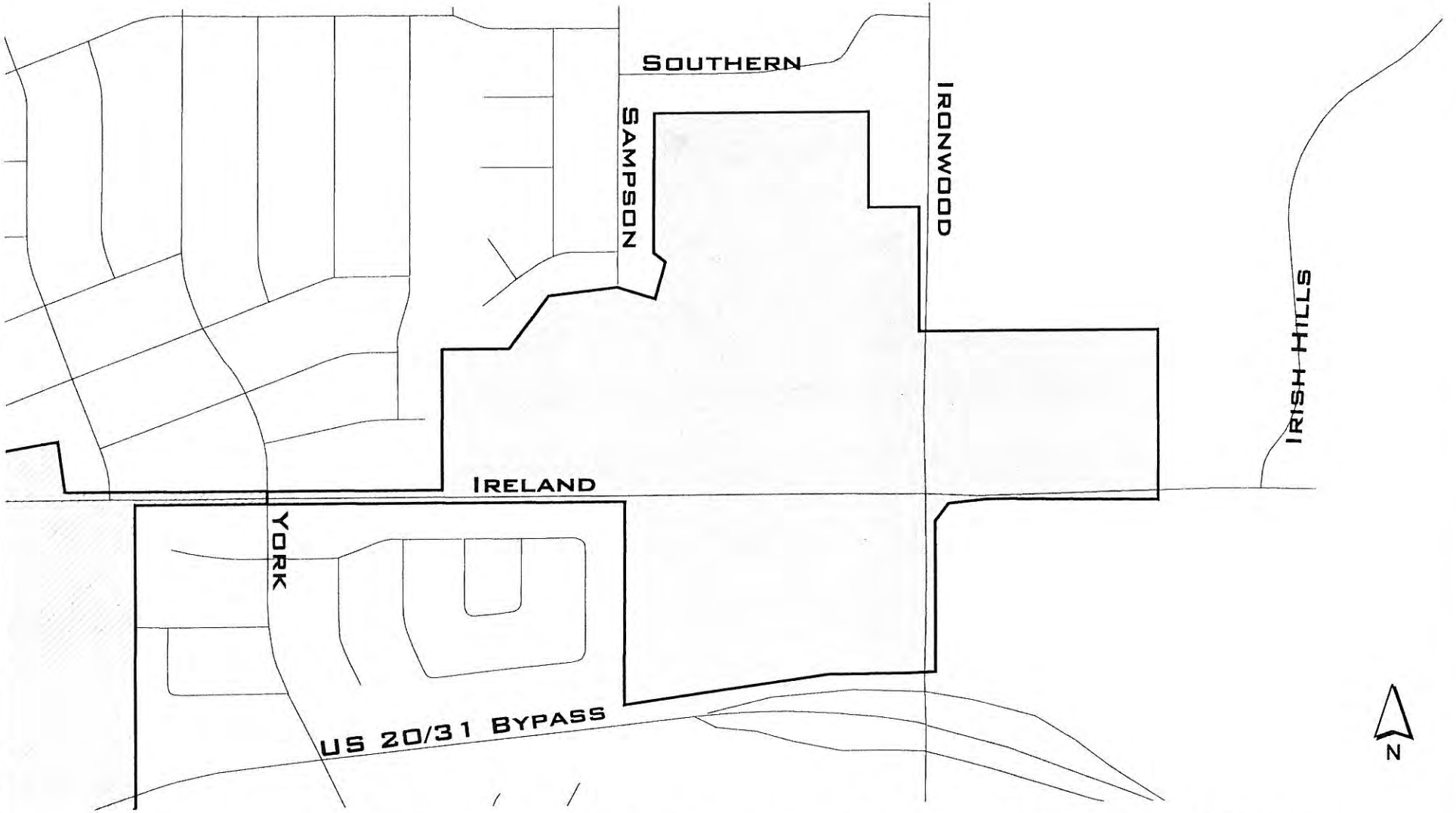
CENSUS MAP

MAP 10: SOUTH SIDE DEVELOPMENT AREA INSTITUTIONAL AND RECREATIONAL LAND USE MAP

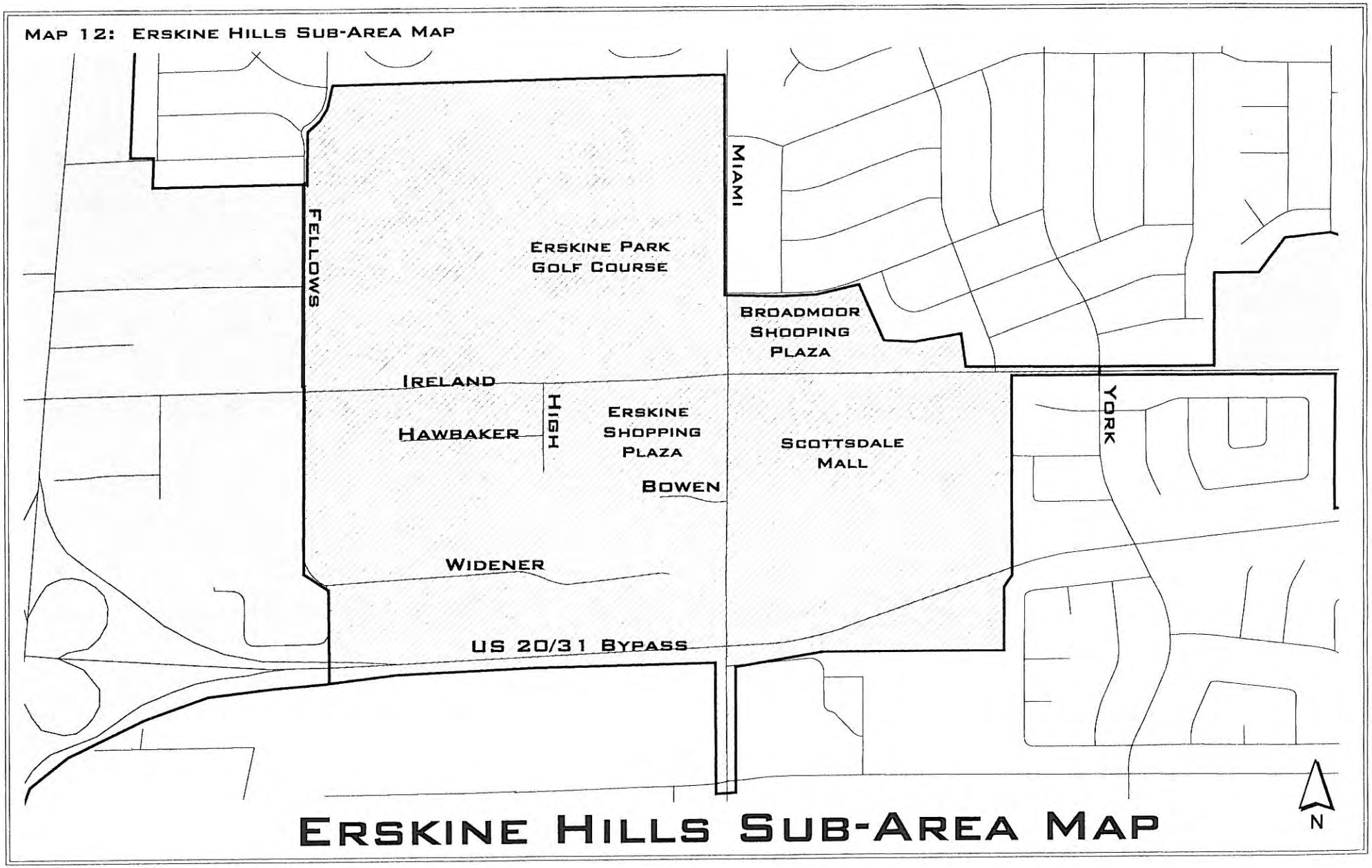


INSTITUTIONAL AND RECREATIONAL LAND USE MAP

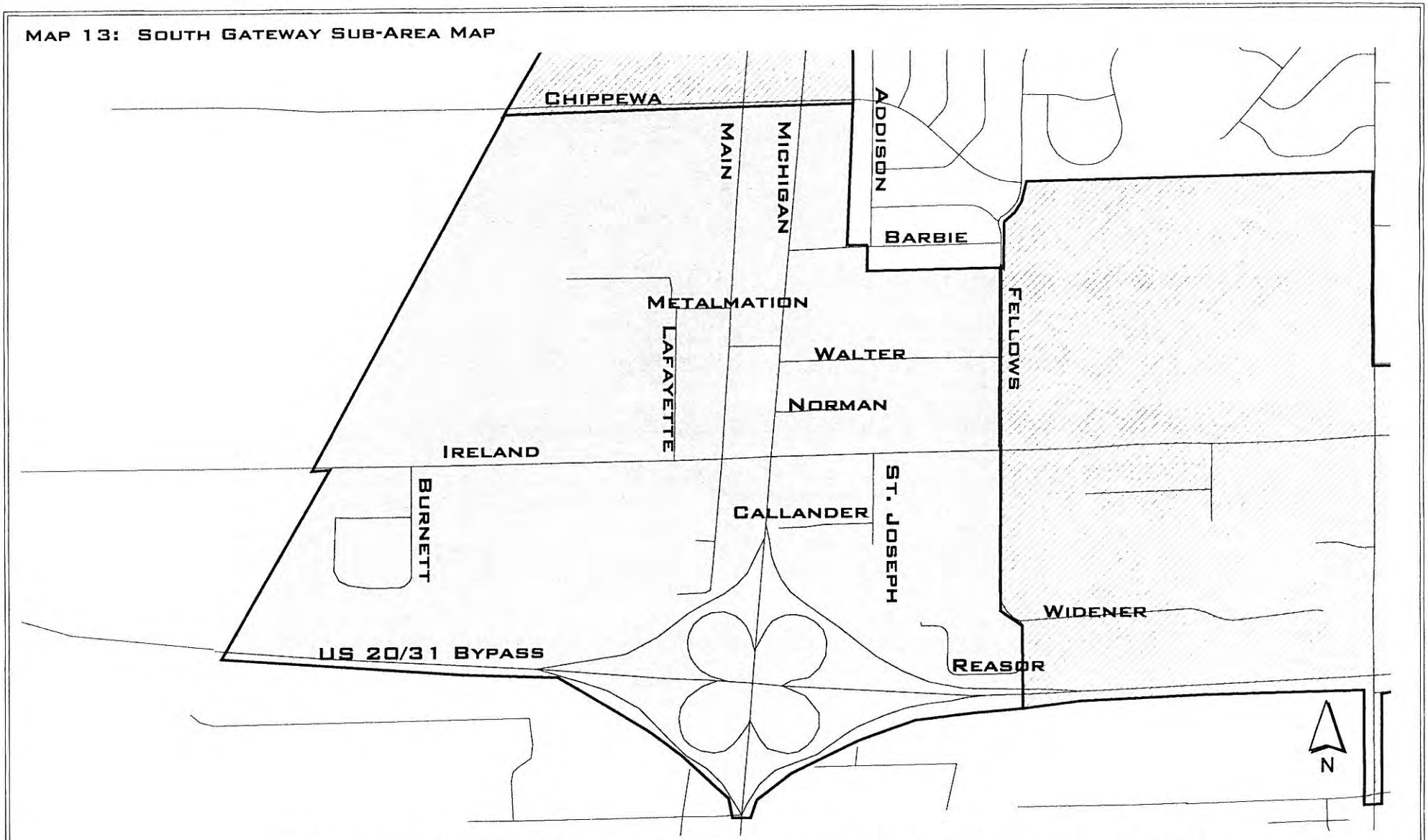
Map 11: East Ireland Road Sub-Area Map



East Ireland Road Sub-Area Map

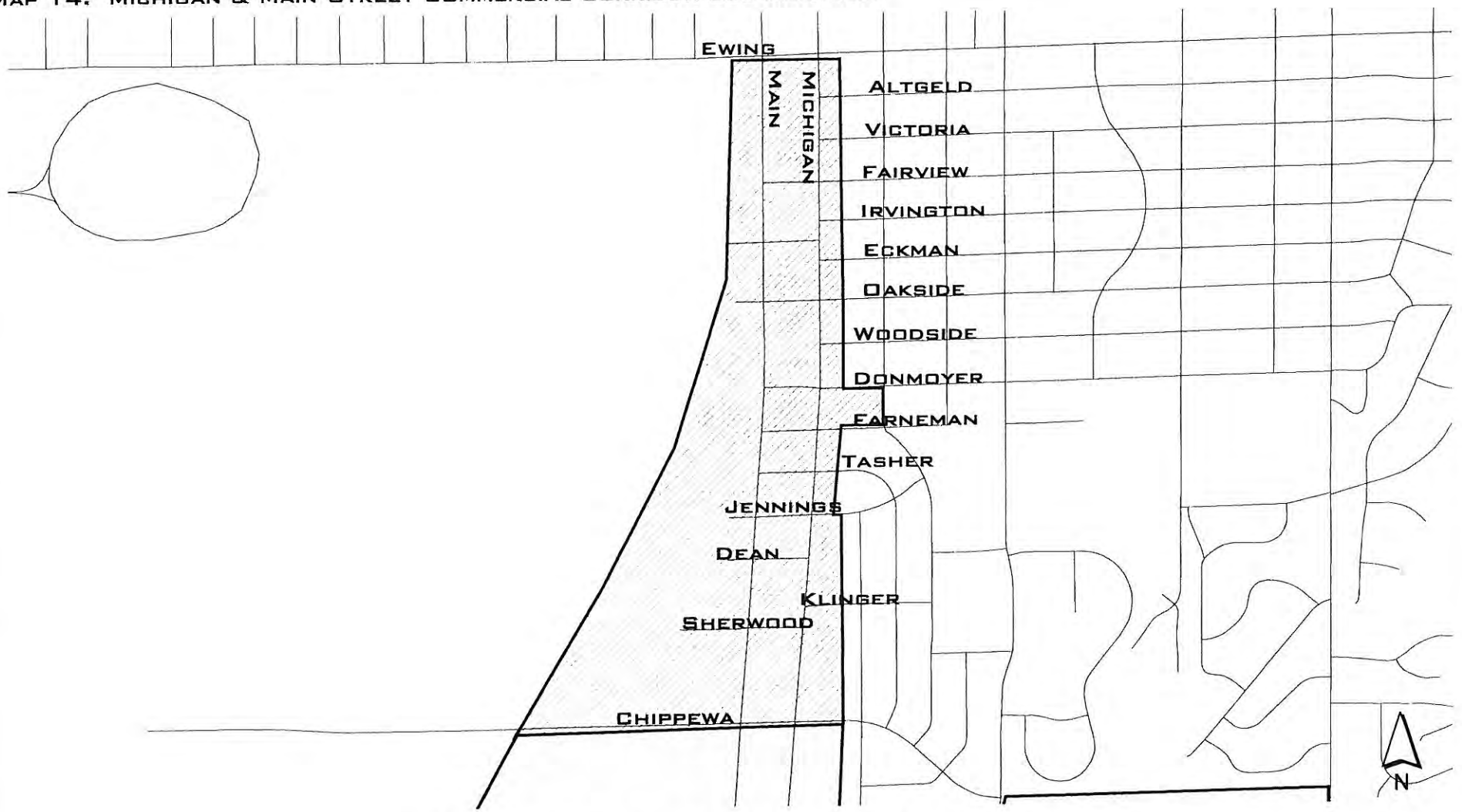

MAP 12: ERSKINE HILLS SUB-AREA MAP
FELLOWS
MIAMI
ERSKINE PARK
GOLF COURSE
BROADMOOR
SHOOPING
PLAZA
IRELAND
HIGH
HAWBAKER
ERSKINE
SHOPPING
PLAZA
SCOTTSDALE
MALL
YORK
BOWEN
WIDENER
US 20/31 BYPASS
N
ERSKINE HILLS SUB-AREA MAP

Map 13: South Gateway Sub-Area Map



South Gateway Sub-Area Map

MAP 14: MICHIGAN & MAIN STREET COMMERCIAL CORRIDOR SUB-AREA MAP

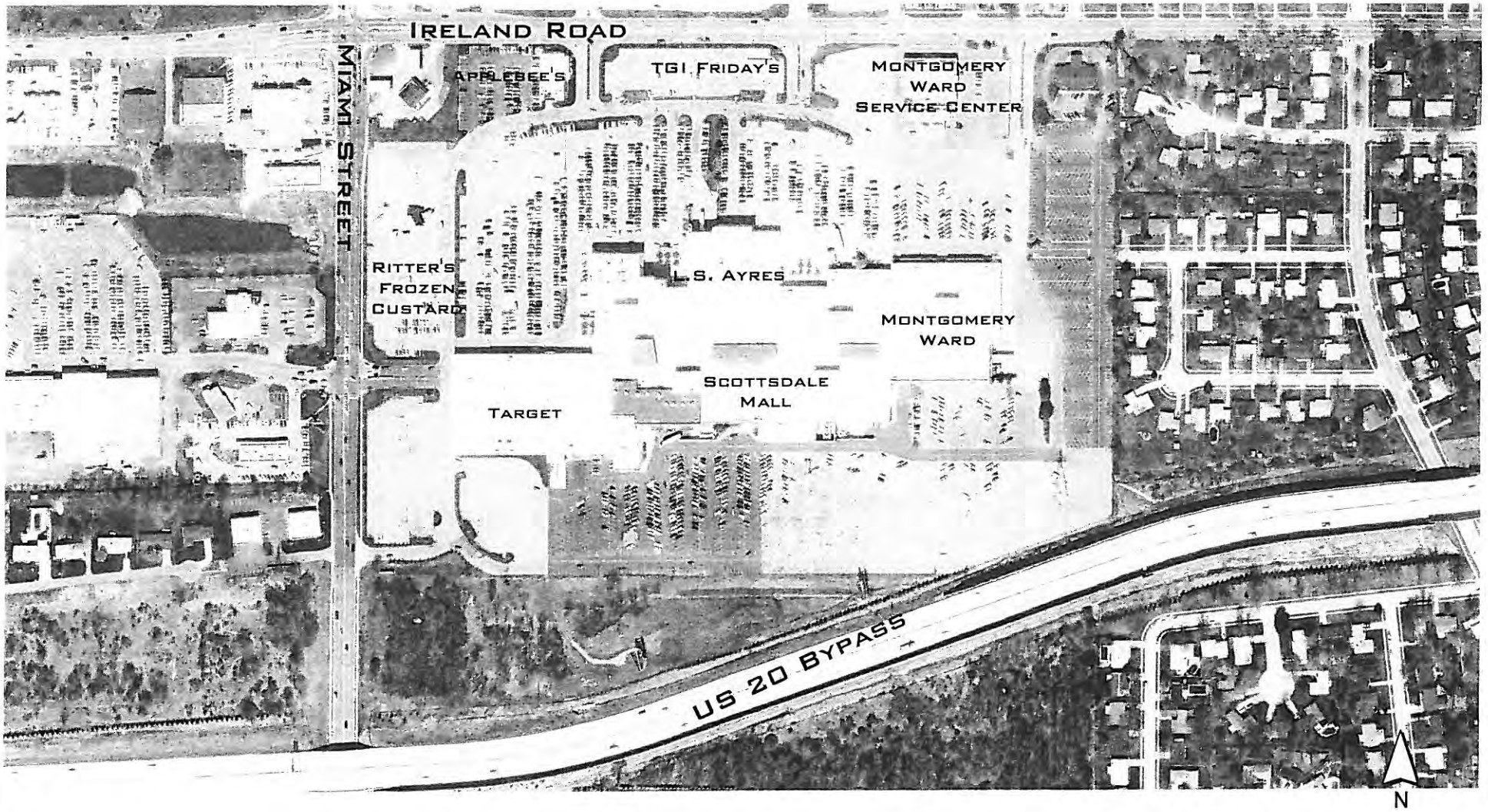


MICHIGAN & MAIN STREET COMMERCIAL CORRIDOR SUB-AREA MAP

Map 15: Fitterling Landfill Area Map

Fitterling Landfill Area Map

Map 16: Scottsdale Mall Site Map



Scottsdale Mall Site Map

Reserved Map

Reserved Map

Reserved Map