

The Dean
558 S Fifth Ave
Conditional Zoning Statement of Conditions

This Conditional Zoning Statement of Conditions (“Statement of Conditions”), dated _____, is between the City of Ann Arbor (“City”), a Michigan municipal corporation, with offices located at 301 E. Huron St., Ann Arbor, Michigan 48104, and East Madison Project Owner LLC, a Delaware limited liability company (“Developer”), with principal address 10 Campus Boulevard, Newtown Square, Pennsylvania 19073.

Recitals

- A. The Michigan Zoning Enabling Act (P.A. 110 of 2006, as amended) allows for conditional zoning of land when the City is amending its zoning map or a conditional zoning of land when the City is zoning property in MCL 125.3405.
- B. The City of Ann Arbor recognizes that there are certain instances where it would be in the best interest of the City, as well as advantageous to the Developer, for certain conditions to be proposed as part of a request for rezoning or a request for an amendment to the zoning map.
- C. On November 17, 2025, the Developer applied for an amendment to the City zoning map for land in the City of Ann Arbor to be site planned as The Dean, as more fully described in the attached Exhibit A (the “Property”).
- D. On November 17, 2025, the Developer voluntarily offered in writing conditions regarding the use and development of the land to be incorporated into the zoning of the Property.
- E. On December 2, 2025, the Planning Commission, after public hearing, recommended approval to rezone the Property to D1 (Downtown Core), Midtown Character, and Secondary Street frontage designation, subject only to the Developer’s proposed setbacks condition and not the Developer’s proposed height and DDA design conditions. The Developer also submitted an Area Plan showing the specific proposed use and conceptual site design of the property.

- F. On January 22, 2026, the Developer submitted amended voluntary conditions requesting only the setbacks condition.
- G. On _____, the Ann Arbor City Council approved rezoning the Property to C1A/R With Conditions, adopting and incorporating The Dean, 558 S Fifth Ave, Conditional Zoning Statement of Conditions, as Ordinance _____.
- H. Based on the specific facts and circumstances regarding this Property, the City has decided to accept the Developer's voluntary offer of conditions.
- I. By executing this Statement of Conditions, the City and the Developer desire to set forth and confirm the conditions under which the City approves conditional zoning of this Property.

NOW, THEREFORE, Developer and City agree:

- 1. Conditions Running with the Property. This Statement of Conditions covers the Property described in the attached **Exhibit A**. The Statement of Conditions is incorporated into the zoning of the Property and shall be binding upon and inure to the benefit of the Developer and the City, and their heirs, successors and assigns, and shall run with the Property.
- 2. List of Conditions. The conditional zoning was granted to the Developer based on conditions that were voluntarily offered by the Developer. The City and Developer agree that restrictions on the use and development of the land are necessary for consistency and conformance to the Comprehensive Plan. The conditions which form the basis of the City's grant of the conditional zoning are as follows:
 - a. A 10-foot setback shall be provided from lot lines adjacent to residential zoning districts.
- 3. Developer Acknowledgment. Developer acknowledges that it voluntarily offered and consented to all of the provisions contained in this Statement of Conditions. Developer agrees that the conditions contained herein are fair, reasonable and equitable requirements and conditions; agrees that the Statement of Conditions does not constitute a taking of property for any purpose or a violation of any constitutional right; and agrees to be bound by each and every provision of this Statement of Conditions. Furthermore, it is agreed and acknowledged that any improvements and undertakings described herein are necessary and roughly proportional to the burden imposed by the conditional zoning, and are necessary to ensure capability with adjacent and surrounding uses of land; to promote use of the Property in a socially and economically manner; and to achieve other legitimate objectives of the City authorized by law.

4. Authority to Execute. This Statement of Conditions has been authorized by all necessary action of Developer, and Developer acknowledges that it is the owner of the Property or has been authorized by the owner to conditionally zone this Property. Furthermore, the signatory for Developer acknowledges they are authorized to enter and execute this Statement of Conditions on behalf of Developer, and bind the Developer to its terms.
5. City Approval. The Statement of Conditions and the City's approval of these conditions is based on the particular facts and circumstances presented, as well as the surrounding land uses and other characteristics regarding this property, and approval of these conditions for this Property may not be relied on as precedent by any other property owner seeking a conditional zoning.
6. Obligation to Obtain Other Approvals. Developer acknowledges that any use or development approved by this conditional zoning that may require a special land use permit, a variance, or site plan approval under the terms of Ann Arbor City Code, may only be commenced if such special land use permit, variance, and/or site plan approval is ultimately granted in accordance with the terms of Ann Arbor City Code.
7. Amendment. This Statement of Conditions may only be amended in the same manner as prescribed for a rezoning of property under the terms of Ann Arbor City Code.
8. Compliance with Statement of Conditions. Developer shall continuously operate and maintain the development and/or use of the Property in full compliance with all of the conditions set forth in this Statement of Conditions. Any failure to comply fully with the conditions contained with the Statement of Conditions shall constitute a violation of the Zoning Ordinance of Ann Arbor City Code, and shall be punished accordingly. Any such violation shall be deemed a nuisance per se and subject to judicial abatement, or any other remedy as provided by law.
9. Rezoning. Developer acknowledges that nothing in this Statement of Conditions shall prohibit the City from exercising its right to rezone the property at any time as allowed by law. The City acknowledges that nothing in this Statement of Conditions shall prohibit the Developer from requesting a rezoning of the Property at any time.

(Signatures on the following pages.)

CITY OF ANN ARBOR
a Michigan municipal corporation

By: _____
Christopher Taylor, Mayor

By: _____
Jacqueline Beaudry, City Clerk

STATE OF MICHIGAN)
) ss
COUNTY OF WASHTENAW)

Acknowledged before me this ____ day of _____, 2026 by Christopher Taylor and Jacqueline Beaudry, the Mayor and City Clerk respectively of the City of Ann Arbor, a Michigan municipal corporation, on behalf of the corporation.

_____, Notary Public
Acting in the County of Washtenaw
My Commission Expires: _____

East Madison Project Owner LLC,
A Delaware limited liability company

Its: _____

STATE OF MICHIGAN)

COUNTY OF WASHTENAW) ss

Acknowledged before me this ____ day of _____, 2026 by _____, of _____, a _____, on behalf of the company.

_____, Notary Public
Acting in the County of Washtenaw
My Commission Expires: _____

After recording return to:
Christopher Frost (P-70380)
Office of the City Attorney
City of Ann Arbor
Ann Arbor, MI 48104

Exhibit A

Legal Description of the Property:

Land located in the Southeast 1/4 of Section 29, T2S, R6E, City of Ann Arbor, Washtenaw County, Michigan, more particularly described as:

BEGINNING at the Southwest corner of Lot 18, Block 5 South, Range 5 East, Plat of Maynard and Morgan's Addition to the City of Ann Arbor, as recorded in Liber 45 of Deeds, Pages 572 and 573, Washtenaw County Records;

thence N01°48'48"E 195.36 feet Easterly Right-of-Way line of 4th Avenue (66 feet wide);

thence S87°59'44"E 132.63 feet; thence S01°47'21"W 58.00 feet along the East line of Lot 19 of said Maynard and Morgan's Addition; thence S87°59'44"E 132.66 feet; thence S01°45'54"W 117.56 feet along the Westerly Right-of-Way line of 5th Avenue (66 feet wide);

thence S87°44'13"W 266.09 feet along the Northerly Right-of-Way line of E. Madison Street (66 feet wide) to the POINT OF BEGINNING.

Being all of Lots 15, 16, 17, 18, and 19, and part of Lot 14, Block 5 South, Range 5 East, said Maynard and Morgan's Addition to the City of Ann Arbor, containing 0.95 acres of land, more or less, and being subject to all easements and restrictions of record, if any.