

WICKER PARK & BUCKTOWN SPECIAL SERVICE AREA #33 BYLAWS

ARTICLE I SPECIAL SERVICE AREA ESTABLISHMENT

Section 1.0 SPECIAL SERVICE AREA An ordinance passed by City Council on December 7, 2005 (the “Ordinance”) established an area within the City of Chicago known and designated as Special Service Area #33 (“SSA #33” and the “Area”).

Section 2.0 LOCATION The Ordinance defined the boundaries of the area established as SSA #33.

Section 3.0 SERVICES The Ordinance authorized certain special services for SSA #33 (the “Special Services”).

Section 4.0 LEVY The Ordinance authorized an annual levy of a certain services tax (the “Services Tax”) upon the taxable property in SSA #33 beginning in 2005 through and including 2014. The Ordinance imposed an annual rate cap on the Services Tax of 0.304% of the equalized assessed value of taxable property within the Area.

Section 5.0 BYLAWS The Ordinance established the Wicker Park & Bucktown Special Service Area Commission (the “Commission”) and authorized the Commission to establish bylaws for its procedural operation.

ARTICLE II COMMISSION

Section 1.0 COMMISSION The Ordinance established the Commission and set forth its powers. The terms and powers of the Commission members cease upon the termination of the time period for which the levy of the Services Tax is authorized.

Section 2.0 APPOINTMENT The Ordinance authorizes the Mayor, with the approval of the City Council, to appoint Commission members.

Section 3.0 MEMBERS The Ordinance authorizes twelve members of the Commission. Of the initial Commission members, seven members shall be appointed to serve for two-year terms; five members shall be appointed to serve one-year terms. Other than the initial Commissioners, each Commission member shall be appointed to serve for a term of two years and until a successor is appointed.

Section 4.0 ELIGIBILITY The Ordinance requires that all Commission members shall be owners or lessees of property in the Area.

Section 5.0 EXPRIRATION AND VACANCY The Ordinance states that upon the expiration of the term of any Commission member, the Mayor, with the approval of City Council, shall appoint a successor Commission member. In the event of a vacancy on the Commission due to resignation, death, inability to serve, removal by the Mayor, or other reason, the Mayor, with the approval of City Council, shall appoint a successor. Each successor so appointed shall serve for the remaining term for which he/she was appointed. Unreasonable absences from Commission meetings may cause the term of a Commission member to expire pursuant to Article IV, Section 4.0 of these bylaws, and a successor Commission member shall be appointed pursuant to the Ordinance.

Section 6.0 COMPENSATION The Ordinance states that members of the Commission shall serve without compensation.

ARTICLE III OFFICERS

Section 1.0 CHAIR The Ordinance states the Commission shall designate one member as the Chairman of the Commission, and he/she shall serve not more than two successive two-year terms.

Section 2.0 VICE-CHAIR The Commission may designate a Vice-Chairman to serve no more than two successive two-year terms.

Section 3.0 SECRETARY The Commission may designate a Secretary to serve no more than two successive two-year terms.

Section 4.0 RECORDING SECRETARY The Commission may designate a Recording Secretary to serve no more than two consecutive terms.

Section 5.0 TREASURER The Commission may designate a Treasurer to serve no more than two successive two-year terms.

Section 6.0 DUTIES The Vice-Chairman shall assist the Chairman and perform the duties of the Chairman in his or her absences or inability to act. The Recording Secretary shall keep a current, accurate list of all Commissioners and shall act as clerk at Commission meetings and prepare minutes of each Commission meeting. The Secretary shall ensure compliance with these bylaws, the Ordinance, the Service Provider Agreement (as defined in the Ordinance), the Illinois Open Meetings Act (as defined below), and other relevant legislative requirements. The Treasurer shall oversee the budget management and financial records.

Section 7.0 VACANCIES: The Commission may designate a successor for any of the executive officer positions by three-fourths of the Commissioners duly appointed and serving at any regularly scheduled Commission meeting. Each successor so designated should serve for the remaining term for which they were designated.

ARTICLE IV MEETINGS

Section 1.0 ILLINOIS OPEN MEETINGS ACT: The Commission is a public body and all meetings shall be held in accordance with the Illinois Open Meetings Act, 5 ILCS 120/1 et seq. (the “Illinois Open Meetings Act”). All meetings shall be held at specified times and places which are convenient and open to the public.

Section 2.0 MEETINGS: Regular meetings of the Commission shall be held on a regular basis at such time and place as the Chairman shall designate. Under these bylaws a “regular basis” shall mean the frequency reasonably necessary to fulfill the duties and obligations of the Commission. Reconvened meetings shall be determined at a regular meeting by a simple majority of a meeting quorum. Emergency meetings may be convened at the call of the Chairman. Special meetings shall be convened at the call of the Chairman or upon written request of at least three Commissioners duly appointed and serving.

Section 3.0 NOTICE:

Section 3.0.1 Regular Meetings. The Illinois Open Meetings Act requires the Commission to give public notice of the regular meeting schedule at the beginning of each calendar year listing the regular dates, times, and places of such meetings. If a change is made in regular meeting dates, at least 10 days' notice of such change shall be given by publication in a newspaper of general circulation in the area in which the Commission functions. An

agenda for each regular meeting shall be posted at the principal office of the Commission (Service Provider's office) and at the location where the meeting is to be held at least 48 hours in advance of the meeting.

Notices sent specifically to Commissioners and other parties requesting notice of regularly scheduled meetings may be mailed via the U.S. mail, electronic mail, or telephone five days prior to the meeting.

Section 3.0.2 Reconvened Meetings. The Illinois Open Meetings Act states the requirement of public notice of reconvened meetings does not apply to any case where the meeting was open to the public and (1) it is to be reconvened within 24 hours, or (2) an announcement of the time and place of the reconvened meeting was made at the original meeting and there is no change in the agenda.

Section 3.0.3 Emergency Meetings. The Illinois Open Meetings Act states that notice of an emergency meeting shall be given as soon as practicable.

Section 3.0.3 Special Meetings. The Illinois Open Meetings Act states that public notice of any special meeting except a meeting held in the event of a bona fide emergency, or of any rescheduled regular meeting, or of any reconvened meeting, shall be given at least 48 hours before such meeting, which notice shall also include the agenda for the special, rescheduled, or reconvened meeting, but the validity of any action taken by the public body which is germane to a subject on the agenda shall not be affected by other errors or omissions in the agenda.

Section 4.0 ATTENDANCE: A Commissioner shall be present, either physically or via conference call, for a majority of a meeting to be considered in attendance. A Commissioner duly appointed and serving who is absent without notification for three consecutive regular meetings shall be automatically deemed to have resigned from the Commission. A Commissioner may additionally be asked to resign by the Chairman if their absenteeism from regular meetings is causing a deleterious effect on conducting Commission business.

Section 5.0 QUORUM: A Simple Majority (defined as 50% +1) of the Commissioners duly appointed and serving and in attendance shall constitute a quorum for the transaction of business at any meeting of the Commission, except as otherwise specifically provided in these bylaws. The Commission may increase the quorum ratio for special meetings as they deem necessary. Approval of the annual budget and subsequent changes to the annual budget will require approval by a minimum of 75% of the Commissioners duly appointed and serving and in attendance.

Section 6.0 VOTING: A Simple Majority of a meeting quorum shall adopt a motion unless otherwise provided for in Robert's Rules of Order or in these bylaws. All Commission members duly appointed, serving and in attendance at any meeting may vote on any matter being considered by the Commission.

Section 7.0 INFORMAL ACTION: Any action that is required or would occur at a Commission meeting may be taken without a meeting provided consent in writing, setting forth the action so taken, is signed by all the Commissioners duly appointed and serving. The "consent in writing" may be collected via electronic mail, or facsimile and must be directed to the Commissioner serving as Chair or to a Commissioner designated by the Chair. Such consent serves as a unanimous vote provided a motion is adopted at the next regular or special meeting that ratifies the action taken.

ARTICLE V COMMITTEES

The Commission may through resolution designate any number of special committees they deem necessary. The motion to create a committee may also designate Commissioners to serve on the committee. The Commission may determine terms and duties of committees. The committees may meet under their own terms provided they comply with the Illinois Open Meetings Act.

**ARTICLE VI
BOOKS & RECORDS**

The Commission shall keep minutes of its meetings and archives of all handouts provided at Commission meetings as required by the Illinois Open Meetings Act. Documents distributed at Commission meetings may be subject to request through the Freedom of Information Act, 5 ILCS 140/1 et seq.

**ARTICLE VII
WAIVER OF NOTICE**

Whenever any notice is required to be given under the provisions of the bylaws of the Commission, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, should be deemed equivalent to the giving of such notice. Attendance by a member at a meeting of the Commission should constitute a waiver of notice of such meeting except where such person attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called.

**ARTICLE VIII
AMENDMENT**

These bylaws may be amended by three-fourths vote of Commissioners duly appointed and serving at any regularly scheduled Commission meeting provided this action is noted on the agenda and meeting notice and that intended amendment action was announced at a previous meeting to be introduced at a future regularly scheduled meeting.

**ARTICLE IX
MANNER OF ACTING**

Where not otherwise provided, Robert's Rules of Order, most recent edition, shall be the standard of parliamentary authority for all meetings of the Commission.

**ARTICLE X
AUTHORITY OF THE CITY OF CHICAGO AND STATE OF ILLINOIS**

Any provision of these bylaws that shall conflict with any ordinances of the City of Chicago or with Illinois Special Service Area Tax Law (35 ILCS 200/27-5 through 27-95) shall be null and void.