

**LINCOLN PARK SPECIAL SERVICE AREA #23
BY-LAWS**

ARTICLE I: NAME, LOCATION & BOUNDARIES

Section 1.0 NAME

Section 2.0 LOCATION

Section 3.0 BOUNDARIES

ARTICLE II: PURPOSE/POWERS

ARTICLE III: AUTHORIZED SPECIAL SERVICES

ARTICLE IV: MEMBERS

Section 1.0 COMPOSITION & TERM LENGTHS

Section 2.0 COMMISSIONER APPOINTMENTS

Section 3.0 RENEWAL

Section 4.0 RESIGNATION

Section 5.0 VACANCIES & TERMINATION

Section 6.0 COMPENSATION

ARTICLE V: MEETINGS

Section 1.0 ILLINOIS OPEN MEETINGS ACT

Section 2.0 ANNUAL MEETING

Section 3.0 REGULAR MEETINGS

Section 4.0 SPECIAL MEETINGS

Section 5.0 NOTICE

Section 6.0 QUORUM

Section 7.0 INFORMAL ACTION

ARTICLE VI: COMMITTEES

ARTICLE VII: OFFICERS

Section 1.0 POSITIONS, TERMS

Section 2.0 DUTIES

Section 3.0 VACANCIES

Section 4.0 CONFLICT OF INTEREST

ARTICLE VIII: BOOKS & RECORDS

ARTICLE IX: FISCAL YEAR

ARTICLE X: WAIVER OF NOTICE

ARTICLE XI: AMENDMENT OF BY-LAWS

ARTICLE XII: MANNER OF ACTING

ARTICLE XIII: AUTHORITY OF THE CITY OF CHICAGO

**ARTICLE I
NAME, LOCATION & BOUNDARIES**

Section 1.0 NAME: The name of this organization shall be Lincoln Park Special Service Area #23 Commission” (“Commission”).

Section 2.0 LOCATION: The Commission shall continuously maintain in Illinois a registered office, which shall be its principal office and a registered agent whose office is identical with such office.

Section 3.0 BOUNDARIES: The Special Service Area #23 (SSA #23) boundaries shall be the boundaries provided in the SSA #23 legal description. The general boundaries are the properties fronting North Clark Street from Diversey Parkway on the north to Armitage Avenue on the south.

**ARTICLE II
PURPOSE/POWERS**

The purpose/powers of the Commission is to:

- recommend the rate or amount of the Service Tax and an annual budget to the City Council of Chicago; and
- recommend a Sole Service Provider contract to City Council, including a scope of services and a contractor therefore, to the City Council for the provision of the Special Services
- recommend a scope of service and contractors for the execution of Special Services to the City Council.

**ARTICLE III
AUTHORIZED SPECIAL SERVICES**

Services authorized by the Establishment Ordinance for SSA #23 include, but are not limited to:

- maintenance and beautification activities;
- security services, including, but not limited to, the development of safety programs;
- recruitment and promotion of new businesses to the Area and retention and promotion of existing businesses within the Area;
- coordinated marketing and promotional activities;
- strategic planning for the general development of the Area;
- financing of storefront façade improvements;
- other technical assistance activities to promote commercial and economic development including, but not limited to, streetscape improvements, strategic transit/parking improvement including

parking management studies, and enhanced land use oversight and control initiatives; and

- any other activities in furtherance of SSA #23 as approved by the City Council.
- Special Services shall be in addition to services provided to and by the City of Chicago generally.

ARTICLE IV MEMBERS

Section 1.0 COMPOSITION & TERM LENGTHS

There shall be no more than nine members (“Commissioners”), on the Commission or such greater or lesser number as shall be determined by ordinance of the City Council. Of the initial Commission members, five members shall be appointed to serve for two-year terms, and four shall be appointed to serve for one-year terms. After the initial term all members will serve (2) two-year terms. Terms run from July 1 to June 30.

Section 2.0 COMMISSIONER APPOINTMENTS

The Mayor of the City of Chicago (“Mayor”) shall, with the approval of the City Council, appoint the initial Commission members from a list of nominees submitted by the Lincoln Park Chamber of Commerce, Inc. an Illinois not-for-profit corporation (“Organization”). For mid-term vacancies, see Section 5.0.

Section 3.0 RENEWAL: Other than the initial Commissioners, each Commission member shall be appointed by the Mayor, with the approval of City Council, to serve for a term of two years and until a successor is appointed.

Section 4.0 RESIGNATION: Any commissioner may resign by filing a resignation with the Commission Second Vice-Chairperson, with copy to the Department of Planning and Development (DPD.)

Section 5.0 VACANCIES & TERMINATION: 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 from a list of nominees submitted by the Organization. Each successor so appointed shall serve for the remaining term for which he/she was appointed.

Section 6.0 COMPENSATION: Voting members shall not receive compensation for their services as Commissioners.

ARTICLE V MEETINGS

Section 1.0 ILLINOIS OPEN MEETINGS ACT: Meetings shall be held in accordance to the Illinois Open Meetings Act and any other City of Chicago open meetings ordinances.

Section 2.0 ANNUAL MEETING: The Commission shall hold an annual meeting, the date to be determined by the Commission no later than December 31 of the previous year.

Section 3.0 REGULAR MEETINGS: In addition to the annual meeting, meetings shall be held on a regular basis at such time and place as the Chairperson shall designate. A “regular basis” is defined as the frequency necessary to fulfill the duties and obligations of the Commission.

Section 4.0 SPECIAL MEETINGS: In addition to the aforesaid meetings, the Commission may meet at the call of the Chairperson or on the written request of three Commission members.

Section 5.0 NOTICE: An agenda for each annual meeting and for each regular meeting shall be posted at the principal office of Commission and at the location where the meeting is to be held at least 48 hours in advance of the holding of the meeting. All notices of regularly scheduled meetings shall be mailed to each Commissioner and the Sole Service Provider at a U.S. Postal Station or Mail Box in Chicago or given by electronic mail at least fourteen (14) days prior to the date of the meeting and shall be deemed received when mailed. If a change is made in the annual meeting date or 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. Notice of special meetings shall be given by telephone or by return-receipt electronic mail at least 72 hours prior to the time and place of said meeting. Notice of the meeting will also be published in a local general circulation newspaper.

The Executive Committee shall be composed of the duly elected officers of the Commission.

Section 6.0 QUORUM: A simple majority of the Commissioners then serving shall be necessary to constitute a quorum for the transaction of business at any meeting of the Commission, otherwise specifically provided in these By-Laws. The Commission may increase the quorum ratio for special meetings as they deem necessary.

Any Commissioner or committee member may participate in any meeting for purposes of the quorum by conference telephone or other communication equipment by means of which all persons participating in the meeting can communicate with each other.

Section 7.0 INFORMAL ACTION: Any action that is required or may occur at a Commissioner's meeting may be taken without a meeting provided consent in writing, setting forth the action so taken, shall be signed by Commissioners constituting not less than a majority of the commissioners then in office. The “consent in writing” may be collected via electronic mail.

ARTICLE VI COMMITTEES

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

ARTICLE VII OFFICERS

Section 1.0 POSITIONS, TERMS: Except for the first year, at its annual meeting each year, the Commission shall elect a Chairperson, First Vice Chairperson/Treasurer, Second Vice-Chairperson, and Third Vice Chairperson/Secretary, and such other officers as it may deem necessary. Officers shall serve not more than two successive two-year terms. In the first year,

such officers shall be elected at a regularly scheduled meeting held as soon as possible after the Commission is convened.

Section 2.0 DUTIES: The Chairperson shall be the chief executive officer of the Commission, shall preside at all regular and special Commission meetings, and shall perform all the usual functions of such office.

The First Vice Chairperson/Treasurer shall assist the Chairperson and perform the duties of Chairperson in his or her absence or inability to act. The First Vice Chairperson/Treasurer shall oversee the budget management and financial records as managed by the Sole Service Provider.

The Second Vice-Chairperson shall assist the Chairperson and/or First Vice Chairperson/Treasurer and perform the duties of Chairperson or First Vice Chairperson/Treasurer in his or her absence or inability to act.

The Third Vice Chairperson/Secretary will keep a current, accurate list of all Commissioners and shall also act as clerk at Commissioner meetings and ensure compliance with these By-Laws and the Illinois Open Meetings Act. All books and records not held by the First Vice Chairperson/Treasurer are to be held by the Secretary.

Section 3.0 VACANCIES: The First Vice Chairperson/Treasurer shall act in place of the Chairperson in the absence or inability of the Chairperson to perform his or her duties for the duration of his or her term. In any office other than the Chairperson, vacancies shall be filled by the Commission at the next scheduled meeting.

Section 4.0 CONFLICT OF INTEREST: Each Commissioner annually shall file with the Commission and its Sole Service Provider a Conflict of Interest Disclosure Statement in such form approved by the Commission. Each Commissioner shall also disclose any affiliation with or interest in any vendor providing goods or services to the Commission.

ARTICLE VIII BOOKS & RECORDS

The Commission shall keep correct and complete books and records of account and shall also keep minutes of its meetings. It shall keep at its principal offices a record giving the names and addresses of all voting members of the Commission. Any member, his/her agent or attorney for any proper purpose at any reasonable time, may examine all books and records.

ARTICLE IX FISCAL YEAR

The fiscal year shall be January 1 through December 31.

ARTICLE X WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the By-Laws 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, shall be deemed equivalent to the giving of such notice. Attendance by a member at a meeting of the Commission shall 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. If any such Commissioner shall fail to leave the meeting after objecting to the alleged unlawful call of said meeting, said Commissioner shall also be deemed to have waived his objection to said meeting.

**ARTICLE XI
AMENDMENT OF BY-LAWS**

These By-Laws may be amended by three-fourths vote of Commissioners then in office, at any regularly scheduled Commission meeting, provided that Commissioners have been served notice by U.S. Mail postmarked in Chicago and properly stamped as First Class Mail no less than 14 business days prior to the meeting at which the amendment is to be acted upon.

It is the intent of these By-Laws to authorize the Commission to perform all duties deemed necessary to achieve the goals of the Commission.

**ARTICLE XII
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 XIII
AUTHORITY OF THE CITY OF CHICAGO**

Any provision of these By-Laws that shall conflict with the SSA #23 establishment ordinance 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.