



# City of Chicago



O2017-5507

Office of the City Clerk

## Document Tracking Sheet

<b>Meeting Date:</b>	7/26/2017
<b>Sponsor(s):</b>	Emanuel (Mayor)
<b>Type:</b>	Ordinance
<b>Title:</b>	Amendment of Chicago Development Fund Articles of Incorporation and By-Laws regarding board membership and tax-exempt status of Community Development Entity
<b>Committee(s) Assignment:</b>	Joint Committee: Finance; Budget and Government Operations



JT. FIN  
+ BUDG.

OFFICE OF THE MAYOR  
CITY OF CHICAGO

RAHM EMANUEL  
MAYOR

July 26, 2017

TO THE HONORABLE, THE CITY COUNCIL  
OF THE CITY OF CHICAGO

Ladies and Gentlemen:

At the request of the Commissioner of Planning and Development, I transmit herewith an ordinance amending the Chicago Development Fund By-laws and Directorship.

Your favorable consideration of this ordinance will be appreciated.

Very truly yours,

A handwritten signature in black ink that reads "Rahm Emanuel". The signature is written in a cursive, flowing style.

Mayor

## ORDINANCE

WHEREAS, on July 27, 2005, the City Council of the City of Chicago enacted an ordinance (the "Authorizing Ordinance") which, among other matters: (i) provided for the establishment of the Chicago Development Fund (the "Corporation") as an Illinois not-for-profit corporation having as its primary mission providing investment capital for low-income communities and low income persons within the City; (ii) authorized the Corporation to qualify as a Community Development Entity ("CDE") under the New Markets Tax Credit ("NMTC") Program, including satisfying the requirement that the Corporation maintain accountability to residents of low income communities benefiting from the NMTC Program; and (iii) authorized the Corporation to apply for an allocation of New Markets Tax Credits under the NMTC Program; and

WHEREAS, the Authorizing Ordinance approved the Articles of Incorporation and the By-Laws of the Corporation, both of which were attached as Exhibits A and B, respectively, to the Authorizing Ordinance; and

WHEREAS, it is in the best interest of the City and the Corporation to amend those Articles of Incorporation and By-Laws, among other things, to increase the size of the Board of Directors, clarify certain matters with respect to the Board members serving in an Ex-Officio capacity and change the number of Board members required for a quorum; now, therefore,

*Be It Ordained by the City Council of the City of Chicago:*

**SECTION 1.** The above recitals are incorporated herein and made a part hereof.

**SECTION 2. Articles of Incorporation.** The amended form of the Articles of Incorporation of the Corporation attached as Exhibit A to this ordinance is hereby approved in the form presented to this meeting. The Corporation is authorized to adopt such amendments to its Articles of Incorporation as it determines to be appropriate to: (i) qualify as a CDE under the NMTC Program; or (ii) enable it to be listed in Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") and exempt from taxation under Section 501(a) of the Code.

**SECTION 3. By-Laws.** The amended form of the By-Laws of the Corporation attached as Exhibit B to this ordinance is hereby approved in the form presented to this meeting. The Corporation is authorized to adopt such amendments to its By-Laws as it determines to be appropriate to: (i) qualify as a CDE under the NMTC Program; or (ii) enable it to be listed in Section 501(c)(3) of the Code and exempt from taxation under Section 501(a) of the Code.

**SECTION 4. Effective Date.**

This Ordinance shall be in full force and effect upon its passage and approval.

Exhibit A

(Attached)

*Articles Of Incorporation*

*For*

*Chicago Development Fund*

I, the undersigned, [\_\_\_\_], being a natural person of the age of twenty-one years or more and a citizen of the United States, for the purpose of forming a corporation under the "General Not For Profit Corporation Act of 1986" of the State of Illinois, do hereby adopt the following Articles of Incorporation:

*Article I.*

*Name.*

The name of the Corporation is the Chicago Development Fund.

*Article II.*

*Purposes and General Powers.*

(a) This Corporation is formed exclusively for the benefit of, and to assist in carrying out the community and economic development objectives of, the City of Chicago, including promotion of employment and access to vital goods and services for disadvantaged residents, by generating private investment capital through the New Markets Tax Credit Program ("NMTC Program") that can be made available for investments in low income communities (as defined in the law and regulations governing the NMTC Program). The primary mission of the Corporation shall be to serve, or provide investment capital for, low-income communities or low-income persons (as defined in the law and regulations governing the New Markets Tax Credit Program). At least sixty percent (60%) of the products and services of the Corporation shall be directed toward low-income communities or low-income persons. The Corporation's lending and investment activities shall target businesses in particularly economically distressed communities within the City of Chicago. In order to fulfill this purpose, the Corporation shall apply for one or more allocations of tax credits under the NMTC Program. When the Corporation receives an allocation of tax credits under the NMTC Program, it will transfer that allocation to one or more for-profit subsidiaries established in accordance with the regulations governing the NMTC Program. As and to the extent that the Corporation receives an allocation of tax credits under the NMTC Program, the Corporation may sub-allocate to one or more for-profit subsidiaries established in accordance with the regulations governing the NMTC Program for purposes of making investments in low-income communities in the City of Chicago.

(b) The Corporation is organized and shall be operated exclusively for the purposes described in sub-section (a). The Corporation shall have such powers as are required by and are consistent with its purposes, including the power to: apply to the Community Development Financial Institutions Fund of the United States Treasury Department (the "CDFI Fund") for designation as a "Community Development Entity"; apply to the CDFI Fund for one or more

allocations of Tax Credits under the NMTC Program; and sub-allocate any Tax Credits received to one or more for-profit subsidiaries.

(c) The Corporation shall also have the power to acquire and receive funds and property of every kind and nature whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy or otherwise; own, hold, expend, make gifts, grants and contributions of, and to convey, transfer, and dispose of any funds and property and the income therefrom, all in furtherance of the purposes of the Corporation as hereinabove set forth; and such other powers which are consistent with the foregoing purposes and which are afforded to the Corporation by the General Not For Profit Corporation Act of 1986 of the State of Illinois, as now enacted or as hereafter amended.

### *Article III.*

#### *Powers.*

In furtherance and not in limitation of its purposes set forth above, it is expressly provided that the Corporation shall have the following powers:

(a):

(i) to enter into, make and perform contracts of every sort and kind with any person, firm, association, corporation, municipality, body politic, housing authority, county, state, or with the federal government or any agency or instrumentality thereof, including, without limitation, contracts with the City for such staff support and financial assistance as may be required by the Corporation and its Advisory Board;

(ii) to advance or lend money or provide equity capital to any person, association, corporation, municipality, body politic, housing authority, county or state in such manner and upon such terms as is deemed expedient;

(iii) to borrow money, to acquire, own, hold, sell, negotiate, assign, deal in, exchange, transfer, mortgage, pledge or otherwise dispose of mortgages, notes, evidences of indebtedness, and all other securities or choses in action issued or created by any person, firm, association, corporation, municipality, body politic, housing authority, county, state, or with the federal government or any agency or instrumentality thereof;

(iv) to acquire by gift, lease, purchase, lease back, mortgage, deed of trust or otherwise, real estate or any interest therein from others;

(v) to sell, lease, sublease or otherwise make available to any person, firm, association, corporation, municipality, body politic, housing authority, county or state any real estate or interest therein acquired by the Corporation;

(vi) to employ agents, employees, consultants and independent contractors necessary to carry out the purposes of the Corporation and to fix their compensation and terms and conditions of employment;

(vii) to solicit proposals from low-income community businesses and from potential investors in the NMTC Program for projects that meet the economic development goals and objectives of the City of Chicago and satisfy the requirements of the NMTC Program;

(viii) to maintain its status as a qualified community development entity for purposes of the NMTC Program;

(ix) to do everything necessary, proper, convenient or incident to effect any or all of the purposes for which the Corporation is organized; and

(x) without limiting the generality of the foregoing, the Corporation shall have all the powers, privileges, rights and immunities necessary or convenient for carrying out the purposes for which the Corporation is formed, and the directors hereby claim for the Corporation all the benefits, privileges, rights and powers created, given, extended or conferred, now or hereafter, by the provisions of all applicable laws of the State of Illinois, pertaining to not-for-profit corporations, and any additions or amendments thereto.

(b) The Corporation shall not afford pecuniary gain, incidentally or otherwise, to its members, and no part of the net income or net earnings of the Corporation shall inure to the benefit of any member, private shareholder or individual, and no substantial part of its activities shall consist of carrying on propaganda or otherwise attempting to influence legislation.

(c) The Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidates for public office.

(d) The Corporation shall not lend any of its assets to any officer or director or member of the Corporation or to any close relative of any such person or guarantee the repayment of a loan made to any such person. The term "close relative" as used herein shall mean any brother or sister of any director or officer, the forbearers and descendants of a director or officer or any such brothers or sisters or any spouse of a director or officer or any of the aforesaid persons.

#### *Article IV.*

##### *Period Of Existence.*

The duration of the Corporation shall be perpetual. The commencement of the corporate existence of the Corporation shall be upon filing of these Articles of Incorporation.

#### *Article V.*

##### *Registered Office And Resident Agent.*

The Board of Directors will designate the registered office in the State of Illinois and the registered agent from time to time.

*Article VI.*

*Membership.*

The Corporation is organized on a nonstock basis only. There shall be no shareholders or difference in classes of membership, and the members of the Board of Directors shall be the members of the Corporation. The Corporation shall be deemed to be performing essential public functions.

*Article VII.*

*Board of Directors.*

The management and direction of the business of the Corporation shall be vested in its Board of Directors. The composition, term of office, powers, authorities and duties of the Board of Directors of the Corporation, the time and place of their meetings and such other regulations with respect to them as are not inconsistent with the express provisions of these Articles of Incorporation shall be as specified from time to time in the By-Laws of the Corporation.

*Article VIII.*

*By-Laws of the Corporation.*

The business and conduct of affairs of the Corporation shall be regulated by the By-Laws of the Corporation adopted by the vote of not less than two-thirds of the members of the Board of Directors. The By-Laws shall not be inconsistent with these Articles of Incorporation. The initial By-Laws shall be substantially in the form attached as Exhibit B to the ordinance adopted by the City Council of the City (the "City Council") providing for the establishment of the Corporation.

*Article IX.*

*Advisory Board*

(a) An Advisory Board shall be established in order to maintain accountability to the low-income communities to be served by the Corporation. At least twenty percent (20%) of the members of Advisory Board shall be representative of the low-income communities served by the Corporation.

(b) The composition, terms of office, powers, authorities, and duties of the Advisory Board shall be as specified in the ordinance adopted by the City Council providing for the establishment of the Corporation and in the By-Laws of the Advisory Board. The time and place of the meetings of the Advisory Board and such other regulations with respect to the Advisory Board and the members of the Advisory Board as are not inconsistent with the express provisions of these Articles of Incorporation shall be as specified from time to time in the By-Laws of the Advisory Board.

(c) The Advisory Board shall not have any managerial authority with respect to the Corporation nor shall the Advisory Board have any authority to enter into any contract or agreement on behalf of the Corporation or otherwise incur any obligation or liability on behalf of the Corporation.

#### *Article X.*

##### *Advisory Board By-Laws*

The activities of the Advisory Board shall be regulated by By-Laws adopted by the vote of not less than two-thirds of the members of the Board of Directors of the Corporation. The initial By-Laws shall be substantially in the form attached as Exhibit C to the ordinance adopted by the City Council providing for the establishment of the Corporation. The By-Laws of the Advisory Board may be amended by the vote of not less than two-thirds of the members of the Board of Directors of the Corporation. In no event shall the By-Laws of the Advisory Board be inconsistent with these Articles of Incorporation or the By-Laws of the Corporation.

#### *Article XI.*

##### *General Provisions For Regulation And Conduct Of The Affairs Of The Corporation.*

Other provisions, consistent with the laws of the State of Illinois, for the regulation and conduct of the affairs of this Corporation, and creating, defining, limiting or regulating the powers of this Corporation or of the directors are as follows:

(a) The Corporation is a not-for-profit, nonstock Corporation and no part of the income, profits or assets of the Corporation shall ever be distributed to, or inure to the benefit of, any member, director or officer, but shall be used only for economic development purposes as provided herein.

(b) All of the assets of the Corporation shall be held in trust for the purposes herein mentioned, including the payment of all of the Corporation's liabilities. Upon dissolution of the Corporation, title to or other interest in any real or personal property that is owned by the Corporation at such time, after the payment of all of its liabilities, shall vest in and be transferred to the City of Chicago.

#### *Article XII.*

##### *Public Meetings; Public Records.*

(a) The Corporation shall encourage public awareness of the activities of the Corporation to the maximum extent possible.

(b) The Corporation shall, in its notice and conduct of meetings, comply with the Open Meetings Act, 5 ILCS 120/1 et seq., as now enacted or as hereafter amended, and with the provisions of the By-Laws of the Corporation relating to public meetings and public records.

(c) With respect to providing public access to books, records, minutes and documents, the Corporation shall comply with the Illinois Freedom of Information Act, 5 ILCS 140/1 et seq., as now enacted or as hereafter amended, as prescribed for "public bodies."

#### *Article XIII.*

#### *Amendments.*

These Articles of Incorporation may be altered, amended or repealed by the affirmative vote of two-thirds of the Board of Directors. Notwithstanding the foregoing, Article XI shall not be altered, amended or repealed.

#### *Article XIV.*

#### *Charitable Purposes.*

(a) The Corporation is organized exclusively for such charitable purposes as are enumerated in Article II.

(b) Upon the dissolution of the Corporation, assets shall be transferred to the City of Chicago in accordance with Article XI for a public purpose. Should the City of Chicago no longer exist, not accept such assets, or no longer qualify to receive such assets, then, upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed shall be disposed by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such exempt purposes or to such organization or organizations organized exclusively for such exempt purposes, as said court shall determine.

The undersigned incorporator hereby declares, under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated: [●], 2017

By: \_\_\_\_\_

[\_\_\_\_], sole incorporator

71 South Wacker Drive, Chicago, Illinois 60606-4637

Exhibit B

(Attached)

*By-Laws*  
*For*  
*Chicago Development Fund.*

*Article I.*

*Members.*

SECTION 1.1 Members.

The Corporation is organized as a not-for-profit corporation under the "General Not-For-Profit Corporation Act of 1986" of the State of Illinois (the "Act"). The initial members of the Corporation shall be the persons named as initial Directors in the Articles of Incorporation. Appointment as a Director, pursuant to the provisions set forth in the ordinance adopted by the City Council of the City of Chicago constitutes, without further action, election to membership in the Corporation. Termination as a member of the Board of Directors for any reason shall constitute, without further action, termination of membership in the Corporation.

*Article II.*

*Rights And Liabilities Of Directors.*

SECTION 2.1 Property Interest Of Directors.

No director of the Corporation shall have any right, title or interest in or to any property or assets of the Corporation, either prior to or at the time of any liquidation or dissolution of the Corporation, all of which properties and assets shall at the time of any liquidation or dissolution vest in and be transferred to the City of Chicago.

SECTION 2.2 Non-Liability For Debts.

The private property of the directors exempt from execution or other liability for any debts of the Corporation and no director shall be liable or responsible for any debts or liabilities of the Corporation.

SECTION 2.3 Indemnification Of Directors.

The Corporation shall indemnify all officers, directors, agents and employees of the Corporation to the full extent permitted by the Act. The Corporation shall purchase insurance for such indemnification or other coverage for the officers, directors, agents and employees.

### Article III.

#### Directors.

##### SECTION 3.1 General Powers.

The business and affairs of the Corporation shall be managed by a Board of Directors (the "Board") of nine (9) directors which shall exercise all of the powers of the Corporation.

##### SECTION 3.2 Board Members Serving in *Ex-Officio* Capacity and Appointment of Other Board Members; Terms Of Office.

The Board shall consist of:

(a) the following seven (7) officials of the City of Chicago: (i) the City Treasurer, (ii) the Commissioner of the Department of Planning and Development, (iii) the Director of the Office of Management and Budget, (iv) the Chief Financial Officer, (v) the Chair of the Finance Committee of the City Council, (vi) the Chair of the Committee on Economic, Capital and Technology Development of the City Council, and (vii) the Chair of the Committee on Budget and Government Operations of the City Council;

(b) the Chair of the Advisory Board; and

(c) a City employee working in the Department of Planning and Development appointed by the Commissioner of the Department of Planning and Development.

##### SECTION 3.3 Term

(a) Each of the City officials designated in sub-section (a) of Section 3.2 shall serve *ex-officio* as a director of the Corporation while also serving in his or her respective position as a City official. If, at any time, there is a vacancy in any of the positions set forth in sub-section (a) of Section 3.2, the person designated or appointed to fulfill the duties and responsibilities of such position in an "interim" or "acting" capacity, shall also serve *ex-officio* as a director of the Corporation while also serving in such "interim" or "acting" capacity. If, at any time, no person is appointed to serve in the position of Chief Financial Officer, then, for all purposes of these By-Laws, the term "Chief Financial Officer" shall mean the City Comptroller.

(b) The Chair of the Advisory Board shall serve *ex-officio* as a director of the Corporation while also serving as Chair of the Advisory Board. If, at any time, there is a vacancy in that position, another member of the Advisory Board designated by the Chair of the Board of Directors shall serve as a director of the Corporation until the position of Chair of the Advisory Board is filled.

(c) a City employee working in the Department of Planning and Development appointed by the Commissioner of the Department of Planning and Development shall serve as a director of the Corporation until his or her replacement is appointed, unless earlier removed by the Commissioner.

#### SECTION 3.4 Changes to Titles of City Officials

If the office of any City official designated in Section 3.2(a) or another provision of these By-Laws is renamed or ceases to exist, then the Board of Directors may recognize the successor official of the City of Chicago, whose office assumed the pertinent responsibilities of such former office, and thereafter, in the case of Section 3.2(a), the successor official shall serve as a director in lieu of the former official. If any department, office, or committee referenced in Section 3.2(a) or another provision of these By-Laws is renamed or ceases to exist, then the Board of Directors may recognize the successor department, office, or committee of the City of Chicago, which assumed the pertinent responsibilities of such former department, office, or committee, and thereafter the successor department shall assume the responsibilities of such former department, office, or committee to the Corporation.

#### SECTION 3.5 Compensation.

Neither directors nor officers shall receive any salary for their services to the Corporation; nor shall any close relative of a director or officer receive compensation for serving the Corporation. (The term "close relative" as used herein shall mean any brother or sister of any director or officer, the forbearers and descendants of a director or officer or any such brother or sister and any spouse of a director or officer or any aforesaid person.)

#### *Article IV.*

#### *Fiscal Year*

#### SECTION 4.1 Fiscal Year.

The fiscal year of the Corporation shall be from January 1 to the following December 31.

#### *Article V.*

#### *Meetings.*

#### SECTION 5.1 Annual Meeting.

The regular annual meeting of the Board shall be held each year on such day and at such place in the City of Chicago, Illinois, as shall be designated in the notice of the meeting, or if no designation is made, at the principal office of the Corporation in this State, for the purpose of electing officers, passing upon reports of the previous fiscal year, and transacting such other business as may come before the meeting. Failure to hold the annual meeting at the time designated shall not work a forfeiture or dissolution of the Corporation.

#### SECTION 5.2 Special Meetings.

Special meetings of the Board may be called by the President or by any director, and it shall thereupon be the duty of the Secretary to cause notice of such meeting to be given as hereinafter provided. The President or the director calling the meeting shall fix the time and place for the holding of the meeting.

### SECTION 5.3 Notice Of Board Meeting.

Written notice of the time, place and purpose of any special meeting of the Board shall be delivered to each director not less than three business days previous thereto by or at the direction of the Secretary, the President or the director calling the meeting.

### SECTION 5.4 Quorum.

A majority of the directors then in office shall constitute a quorum; provided that in the absence of a quorum, a majority of the directors present may adjourn the meeting from time to time; and provided further that the Secretary shall notify the absent directors of the time and place of such adjourned meeting. The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board.

## *Article VI.*

### *Officers.*

#### SECTION 6.1 Number.

The officers of the Corporation shall be a President, Vice President, and a Secretary-Treasurer and such other officers as may be determined by the Board from time to time to perform such duties as may be designated by the Board. The Commissioner of the Department of Planning and Development shall be the Chair of the Board of Directors. Other officers of the Corporation shall be selected by the Board.

#### SECTION 6.2 Election And Term Of Office.

The officers of the Corporation to be selected by the Board of Directors shall be elected annually by the Board at each regular annual meeting of the Board. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as convenient. Each officer shall hold office until the next regular annual meeting of the Board or until his successor shall have been elected. Except as otherwise provided in these By-Laws, a vacancy in any office shall be filled by the then-existing Board for the unexpired portion of the term of such office.

#### SECTION 6.3 Removal Of Officers And Agents By Board.

Any officer or agent elected or appointed by the Board may be removed by the Board whenever in its judgment the best interests of the Corporation will be served thereby.

#### SECTION 6.4 President.

The President:

(a) shall be the principal executive officer of the Corporation, shall in general supervise and control all of the business and affairs of the Corporation, and unless otherwise determined by the Board, shall preside at all meetings of the members and the Board;

(b) may sign any deeds, mortgages, deeds of trust, notes, bonds, contracts or other instruments authorized by the Board to be executed, except in cases in which the signing and execution thereof shall be expressly delegated by the Board, or by these Bylaws, to some other officer or agent of the Corporation, or shall be required by law to be otherwise signed or executed; and

(c) shall in general perform all duties incident to the office of the President and such other duties as may be prescribed by the Board from time to time.

#### SECTION 6.5 Vice President.

In the absence or recusal of the President or in the event of his or her inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall also perform such other duties as from time to time may be assigned to him or her by the Board.

#### SECTION 6.6 Secretary-Treasurer.

The Secretary-Treasurer shall:

(a) keep the minutes of the meetings of the members and the Board in one or more books provided for that purpose;

(b) see that all notices are duly given in accordance with these Bylaws or as required by law;

(c) be custodian of the corporate records;

(d) keep a register of the names and post office addresses of all directors;

(e) have general charge of the books of the Corporation;

(f) keep on file at all times a complete copy of the Articles of Incorporation and By-Laws of the Corporation containing all amendments thereto (which copy shall always be open to the inspection of any director), and at the expense of the Corporation, forward a copy of the By-Laws and of all amendments thereto to each director;

(g) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be prescribed by the Board;

(h) have charge and custody of and be responsible for all funds and securities of the Corporation;

(i) be responsible for the receipt of and the issuance of receipts for all monies due and payable to the Corporation and for the deposit of all such monies in the name of the Corporation in such bank or banks, trust companies or other depositories, as shall be selected in accordance with the provisions of these By-Laws; and

(j) in general perform all the duties incident to the office of Treasurer, and such other duties as from time to time may be prescribed by the Board.

#### SECTION 6.7 Fidelity Bonds.

The Corporation shall procure such fidelity and errors and omission insurance policies as may be determined appropriate by the Board of Directors covering the acts and activities of the officers, employees and agents of the Corporation.

#### *Article VII.*

##### *Non-Profit Operation.*

The Corporation shall at all times be organized and operated on a non-profit basis for which it was created and no interest or dividends shall be paid or payable by the Corporation to any director or member as such.

#### *Article VIII.*

##### *New Markets Tax Credits and Other Transactions.*

#### SECTION 8.1 Approval Of Projects And Annual Budget.

(a) The following are, without limitation, each subject to the prior approval of the Board of Directors: each sub-allocation of Tax Credits to a for-profit subsidiary; each loan or investment made with the investment capital generated by the allocation of Tax Credits; any rules or regulations or other procedures of the Corporation governing the solicitation and evaluation of projects to be supported with such investment capital; any rules or regulations or other procedures of the Corporation governing the disclosure of economic and financial interests of entities or persons benefiting from the allocation or sub-allocation of Tax Credits under the NMTC Program; and the annual budget of the Corporation. The Corporation shall solicit the recommendation of the Advisory Board when evaluating projects and prior to approving the sub-allocation of Tax Credits to a for-profit subsidiary.

(b) Except as otherwise provided in these By-Laws, the Board may authorize any officer or officers, agent or agents, in addition to the officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name and on behalf of the Corporation, and such authority may be general or confined to specific instances.

#### SECTION 8.2 Deposits.

All funds of the Corporation shall be deposited from time to time as and when received from any source to the credit of the Corporation in such bank or banks, trust companies or other depositories with a reasonable return as the Board may select.

### SECTION 8.3 Gifts.

The Board may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or any special purpose of the Corporation.

### SECTION 8.4 Conflict of Interests.

(a) No member of the Board of Directors, officers, agents, employees, or close relatives of the directors, officers, agents or employees of the Corporation shall in his or her own name or in the name of a nominee or trustee, be a director, officer, or hold an ownership interest of more than 7-1/2% in any person, association, trust, corporation, partnership or other entity which is, in its own name or in the name of a nominee or trustee, a party to a contract, agreement, project or funding application upon which the member of the Board of Directors, officer, agent, employee or close relative of the director, officer, agent or employee may be called upon to act or vote.

(b) With respect to any other direct, or indirect interest in a contract, agreement, project or funding application, the director, officer, agent, employee or close relative shall fully disclose the same to the Secretary of the Corporation prior to the taking of final action by the Corporation concerning such contract, agreement, project or funding application and shall so disclose the nature and extent of such interest and his or her acquisition thereof, which disclosures shall be publicly acknowledged by the Corporation and entered upon the minutes of the Corporation. If a director, officer, agent, employee or close relative thereof holds such an interest then he or she shall refrain from further official involvement in regard to such contract, agreement, project or funding application, from voting on any matter pertaining to such contract, agreement, project or funding application, from communicating with other directors of the Corporation, or its officers, agents, employees or close relatives concerning said contract, agreement, project or funding application, and the presence of such interested director, officer, agent, employee or close relative shall not be counted towards determining whether a quorum is present for a meeting. Notwithstanding the foregoing, any contract or agreement entered into in conformity with this Section 8.4 shall not be void or invalid by reason of the interest described in this subsection, nor shall any person so disclosing the interest and complying with this Section 8.4 be guilty of an offense, be removed from office or be subject to any penalty or account of such interest.

(c) Any contract or agreement made in violation of paragraphs (a) and (b) of Section 8.4 shall be null and void and give rise to no action against the Corporation. No real estate to which a director, officer, agent, employee or close relative of the Corporation holds legal title or in which such person has any beneficial interest, including any interest in a land trust, shall be purchased by the Corporation or by a not-for-profit corporation or limited profit entity for a project to be funded by the Corporation. In the event it is later disclosed that the Corporation has purchased real estate in which a director, officer, agent, employee or close relative had an interest, such purchase shall be voidable by the Corporation and the director, officer, or employee shall be disqualified from holding office as a director or officer of or employment by the Corporation.

(d) The term “close relative” as used herein shall mean any brother or sister of any director or officer, the forbearers and descendants of a director or officer or any such brothers or sisters or any spouse of a director or officer or any of the aforesaid persons.

#### *Article IX.*

##### *Books, Records And Audits.*

###### SECTION 9.1 Books And Records.

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board and of any committees having any of the authority of the Board and shall keep at the registered or principal office a record giving the names and addresses of the Directors and shall keep such books, records and minutes open for public inspection and review, in compliance with the Freedom of Information Act, 5 ILCS 140/1 et seq., as now enacted or as hereafter amended. The Corporation’s books and records shall include all public comments submitted to the Board in writing.

###### SECTION 9.2 Principal Office.

The principal office of the Corporation shall be c/o Department of Planning and Development, City of Chicago, 121 North LaSalle Street, Chicago, Illinois 60602, unless otherwise changed by resolution of the Board.

#### *Article X.*

##### *Miscellaneous.*

###### SECTION 10.1 Waiver Of Notice For Meetings.

Any director may waive in writing any notice of a meeting required to be given by these By-Laws. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting by such director, except in case a director shall attend a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting has not been lawfully called or convened.

###### SECTION 10.2 Rules And Regulations.

The Board shall have power to make and adopt such rules and regulations not inconsistent with law, the Articles of Incorporation, or these By-Laws, as it may deem advisable for the management of the business and affairs of the Corporation.

#### *Article XI.*

##### *Waiver Of Notice.*

Whenever any notice is required to be given under the provisions of the laws of the State relating to not-for-profit corporations or under the provisions of the Articles of Incorporation or

the By-Laws of the Corporation, 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.

## *Article XII.*

### *Meetings. Public Information; Annual Reports.*

(a) The Corporation shall, in its notice and conduct of meetings, comply with the Open Meetings Act, 5 ILCS 120/1 et seq., as now enacted or as hereafter amended, and with the provisions of the By-Laws of the Corporation relating to public meetings and public records. Board Members may, consistent with the requirements of the Open Meetings Act, participate in a meeting of the Corporation by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person at such meeting.

(b) Commencing in the year following the year in which the Corporation first receives an allocation of Tax Credits, and for each year thereafter, the Corporation shall, on or about the date of the annual meeting for each year, prepare annual reports for public review detailing the activities and accomplishments of the Corporation, including, without limitation: the amount of Tax Credits Allocated to the Corporation; the ultimate investors receiving Tax Credits as a result of investing in subsidiaries of the Corporation; the low-income businesses benefiting from the private investment capital generated by the Corporation's use of the NMTC Program; the community impacts generated by the low-income businesses, including jobs created or retained and individuals served or projected to be served; and the communities in which such low-income businesses are located. A copy of each annual report shall be presented to the Mayor of the City Chicago and the City Council of the City of Chicago.

(c) With respect to providing public access to books, records, minutes and documents, the Corporation shall comply with the Freedom of Information Act, 5 ILCS 140/1 et seq., as now enacted or as hereafter amended, prescribed for "public bodies."

(d) The Board shall prepare and maintain a mailing list of interested community groups, individuals and others who request to be included on such mailing list and shall provide official notice of all meetings to those on the mailing list as set forth in the Open Meetings Act, as now enacted or as hereafter amended.

## *Article XIII.*

### *Amendments To Bylaws.*

These By-Laws may be altered, amended or repealed and new by-laws may be adopted by the affirmative vote of two-thirds of the directors of the Board.

**CITY OF CHICAGO  
ECONOMIC DISCLOSURE STATEMENT  
AND AFFIDAVIT**

**SECTION I -- GENERAL INFORMATION**

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:

Chicago Development Fund

**Check ONE of the following three boxes:**

Indicate whether the Disclosing Party submitting this EDS is:

1. ☒ the Applicant  
OR

2. ☐ a legal entity currently holding, or anticipated to hold within six months after City action on the contract, transaction or other undertaking to which this EDS pertains (referred to below as the "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal name: \_\_\_\_\_

OR

3. ☐ a legal entity with a direct or indirect right of control of the Applicant (see Section II(B)(1))  
State the legal name of the entity in which the Disclosing Party holds a right of control: \_\_\_\_\_

B. Business address of the Disclosing Party: 121 North LaSalle St., 10th Floor  
Chicago, IL 60602

C. Telephone: (312) 744-0771 Fax: \_\_\_\_\_ Email: aarti.kotak@cityofchicago.org

D. Name of contact person: Aarti Kotak

E. Federal Employer Identification No. (if you have one): \_\_\_\_\_

F. Brief description of the Matter to which this EDS pertains. (Include project number and location of property, if applicable):

Ordinance authorizing amendment of CDF by-laws and articles of incorporation

G. Which City agency or department is requesting this EDS? DPD

If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:

Specification # \_\_\_\_\_ and Contract # \_\_\_\_\_

## SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

### A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

- |   |   |
|---|---|
| <input type="checkbox"/> Person                                   | <input type="checkbox"/> Limited liability company                  |
| <input type="checkbox"/> Publicly registered business corporation | <input type="checkbox"/> Limited liability partnership              |
| <input type="checkbox"/> Privately held business corporation      | <input type="checkbox"/> Joint venture                              |
| <input type="checkbox"/> Sole proprietorship                      | <input checked="" type="checkbox"/> Not-for-profit corporation      |
| <input type="checkbox"/> General partnership                      | (Is the not-for-profit corporation also a 501(c)(3))?               |
| <input type="checkbox"/> Limited partnership                      | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |
| <input type="checkbox"/> Trust                                    | <input type="checkbox"/> Other (please specify)                     |
- 

2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable:

Illinois

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3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity?

☐ Yes                      ☐ No                      ☐ Organized in Illinois

### B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

1. List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) for not-for-profit corporations, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) for trusts, estates or other similar entities, the trustee, executor, administrator, or similarly situated party; (iv) for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant.

**NOTE:** Each legal entity listed below must submit an EDS on its own behalf.

Name	Title
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Please see attached list.

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2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None."

**NOTE:** Each legal entity listed below may be required to submit an EDS on its own behalf.

Name	Business Address	Percentage Interest in the Applicant
None		

### SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? ☐ Yes ☒ No

Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? ☐ Yes ☒ No

If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation:

Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party?

☐ Yes ☒ No

If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

### SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
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None

(Add sheets if necessary)

☒ Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities.

## SECTION V – CERTIFICATIONS

### A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

☐ Yes    ☐ No    ☒ No person directly or indirectly owns 10% or more of the Disclosing Party.

If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?

☐ Yes    ☐ No

### B. FURTHER CERTIFICATIONS

1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:

- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).

5. Certifications (5), (6) and (7) concern:

- the Disclosing Party;
- any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
- any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;

b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or

c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or

d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.

9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").

10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

None

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If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").

None

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13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.

None

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#### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Party (check one)

☐ is ☒ is not

a "financial institution" as defined in MCC Section 2-32-455(b).

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in MCC Section 2-32-455(b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach additional pages if necessary):

None

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If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

#### D. CERTIFICATION REGARDING FINANCIAL INTEREST IN CITY BUSINESS

Any words or terms defined in MCC Chapter 2-156 have the same meanings if used in this Part D.

1. In accordance with MCC Section 2-156-110: To the best of the Disclosing Party's knowledge after reasonable inquiry, does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

☐ Yes

☒ No

NOTE: If you checked "Yes" to Item D(1), proceed to Items D(2) and D(3). If you checked "No" to Item D(1), skip Items D(2) and D(3) and proceed to Part E.

2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the City (collectively, "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain power does not constitute a financial interest within the meaning of this Part D.

Does the Matter involve a City Property Sale?

☐ Yes

☒ No

3. If you checked "Yes" to Item D(1), provide the names and business addresses of the City officials or employees having such financial interest and identify the nature of the financial interest:

Name

Business Address

Nature of Financial Interest

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

## E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

  x   1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

       2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

## SECTION VI – CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

**NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.**

### A. CERTIFICATION REGARDING LOBBYING

1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

N/A

\_\_\_\_\_

\_\_\_\_\_

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee

of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.

4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.

5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

#### **B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY**

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Applicant?

☐ Yes

☐ No

If "Yes," answer the three questions below:

1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)

☐ Yes

☐ No

2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

☐ Yes

☐ No

☐ Reports not required

3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

☐ Yes

☐ No

If you checked "No" to question (1) or (2) above, please provide an explanation:

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## SECTION VII – FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.

B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at [www.cityofchicago.org/Ethics](http://www.cityofchicago.org/Ethics), and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.

D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.

E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

## CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and Appendices A and B (if applicable), on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and Appendices A and B (if applicable), are true, accurate and complete as of the date furnished to the City.

Chicago Development Fund  
(Print or type exact legal name of Disclosing Party)

By: \_\_\_\_\_

(Sign here)

Aarti Kotak  
(Print or type name of person signing)

Vice President and Secretary-Treasurer  
(Print or type title of person signing)

Signed and sworn to before me on (date) July 11, 2017

at Cook County, Illinois (state).

Carolyn Hines  
Notary Public

Commission expires: 7/23/2020



**City of Chicago Economic Disclosure Statement and Affidavit**

**Disclosing Party: Chicago Development Fund**

**Part B Section 1**

**David Reifman, President; Chair, Board of Directors**

**Aarti Kotak, Vice-President & Secretary-Treasurer**

**Tracy Sanchez, Assistant Treasurer**

**Carrie Austin, Board of Directors**

**Carole Brown, Board of Directors**

**Edward Burke, Board of Directors**

**Alexandra Holt, Board of Directors**

**Proco Joe Moreno, Board of Directors**

**Kurt Summers, Board of Directors**

**CITY OF CHICAGO  
ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT  
APPENDIX A**

**FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS  
AND DEPARTMENT HEADS**

**This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.**

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

☐ Yes

☒ No

If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.

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**CITY OF CHICAGO  
ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT  
APPENDIX B**

**BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION**

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

☐ Yes ☒ No

2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applicant identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

☐ Yes ☐ No ☒ The Applicant is not publicly traded on any exchange.

3. If yes to (1) or (2) above, please identify below the name of each person or legal entity identified as a building code scofflaw or problem landlord and the address of each building or buildings to which the pertinent code violations apply.

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