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**VILLAGE OF MELROSE PARK
COOK COUNTY, ILLINOIS**

ORDINANCE NO. 1350

**AN ORDINANCE AUTHORIZING AN AGREEMENT BETWEEN
THE VILLAGE OF MELROSE PARK AND MELROSE PARK
VENTURES, L.L.C. AND UNISON, FOR THE VILLAGE OF
MELROSE PARK, COUNTY OF COOK, STATE OF ILLINOIS.**

**ADOPTED BY THE
PRESIDENT AND BOARD OF TRUSTEES
OF THE
VILLAGE OF MELROSE PARK**

THIS 25TH DAY OF JANUARY 2010

**RONALD M. SERPICO, Village President
MARY ANN PAOLANTONIO SALEMI, Village Clerk**

Board Of Trustees

**CATHLEEN COSSIDENT ITALIA
ANTHONY J. PRIGNANO
ARTURO J. MOTA
MARY RAMIREZ TACONI
JAIME ANGUIANO
ANTHONY N. ABRUZZO**

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**Published by authority of the
President and Board of Trustees
Of the Village of Melrose Park,
Cook County, Illinois on
This 26TH day of JANUARY 2010**

ORDINANCE NO. 1350

AN ORDINANCE AUTHORIZING AN AGREEMENT BETWEEN THE VILLAGE OF MELROSE PARK AND MELROSE PARK VENTURES, L.L.C. AND UNISON, FOR THE VILLAGE OF MELROSE PARK, COUNTY OF COOK, STATE OF ILLINOIS.

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WHEREAS, the Village of Melrose Park, County of Cook, State of Illinois (the “Village”) is a duly organized and existing municipality and unit of local government created under the provisions of the laws of the State of Illinois, and is operating under the provisions of the Illinois Municipal Code, and all laws amendatory thereof and supplementary thereto, with full powers to enact ordinances and adopt resolutions for the benefit of the residents of the Village; and

WHEREAS, the Village President (the “President”), the Honorable Ronald M. Serpico, the Village Clerk, the Honorable Mary Ann Paolantonio Salemi, and the Board of Trustees of the Village (the “Village Board”), the Honorable Cathleen Cossident Italia, Anthony J. Prignano, Arturo J. Mota, Mary Ramirez Taconi, Jaime Anguiano and Anthony N. Abruzzo, having taken office on April 30, 2009, constitute the duly elected, qualified and acting officials of the Village; and

WHEREAS, previously, the Village entered into an agreement with Melrose Park Ventures, L.L.C. (the “Original Agreement”) regarding cellular antenna leasing rights for the water tower located at the intersection of 1st Avenue and North Avenue (the “Water Tower”); and

WHEREAS, pursuant to the terms of the Original Agreement, the Village and Melrose Park Ventures, L.L.C. can modify the terms of the aforesaid leasing rights by written agreement; and

WHEREAS, Unison Site Management (“Unison”) has offered to purchase, via a single lump sum payment, the income stream from the aforementioned cellular antenna leasing rights on the Water Tower; and

WHEREAS, the Village, Melrose Park Ventures, L.L.C. and Unison desire to negotiate the terms of an agreement, including the price to be paid by Unison (the “Compensation Amount”) whereby Melrose Park Ventures, L.L.C. and the Village will sell the income stream from the cellular antenna leasing rights for the Water Tower to Unison; and

WHEREAS, an initial set of offers from Unison has been provided to the Village as well as a terms sheet (collectively, the “Agreement”), a copy of which is attached hereto and incorporated herein as Exhibit “A”; and

WHEREAS, the President and the Village Board (collectively, the “Corporate Authorities”) have determined that it is advisable, necessary and in the best interests of the Village to negotiate the terms of this proposed transfer and, when acceptable terms are reached, to approve and authorize the execution of the Agreement or revisions thereof; and

NOW, THEREFORE, BE IT ORDAINED by the President and the Board of Trustees of the Village of Melrose Park, County of Cook, State of Illinois, as follows:

**ARTICLE I.
IN GENERAL**

Section 01. Incorporation Clause.

All of the recitals hereinbefore stated as contained in the preambles to this Ordinance are full, true and correct, and the Corporate Authorities do hereby, by reference, incorporate and make them part of this Ordinance as legislative findings.

Section 02. Purpose.

The purpose of this Ordinance is to authorize the negotiation of the terms of the transaction contemplated herein, to approve the form of the Agreement with such revisions as the President deems necessary, to authorize the President or his designee to enter into the Agreement (as revised) with Unison and Melrose Park Ventures, L.L.C. and to authorize and direct the President or his designee to execute all necessary documents and perform all necessary acts to effectuate the intent of this Ordinance, including the expenditure of all necessary funds.

Section 03. Invocation of Authority.

This Ordinance is enacted pursuant to the authority granted to the Village by the Constitution of the State of Illinois and the Illinois Compiled Statutes.

Section 04. State Law Adopted.

All applicable provisions of the Illinois Compiled Statutes, including the Illinois Municipal Code, as may be amended from time to time, relating to the purposes of this Ordinance are hereby incorporated herein by reference.

Sections 05 - 09. Reserved.

**ARTICLE II.
APPROVAL & AUTHORIZATION**

Section 10.00. Authorization of Agreement.

The Corporate Authorities hereby approve the Agreement, in substantially the same form as attached hereto, but with such revisions as the President or his designee deems necessary, authorize and direct the President to execute all necessary documents and perform all necessary acts to effectuate the intent of this Ordinance and authorize and direct the expenditure of all costs related thereto or resulting therefrom.

Section 10.01. Approval and Execution of Documents.

The Agreement is hereby approved in substantially the same form as attached hereto with such revisions, insertions, omissions and changes as shall be approved by the President and the Village Attorney. The President or his designee is hereby authorized and directed to negotiate, finalize and execute the Agreement and any other documents deemed necessary to effectuate the intent of this Ordinance, whether or not such other documents are attached hereto. The Village Clerk is hereby authorized and directed to attest to, countersign and affix the Seal of the Village to all such documents as are deemed necessary to effectuate the intent of this Ordinance. The Village is authorized to allocate and spend all necessary funds to fulfill the requirements of the Agreement and of this Ordinance.

Section 10.02. Other Actions Authorized.

The officers, employees and/or agents of the Village shall take all actions necessary or reasonably required to carry out and give effect to the intent of this Ordinance and otherwise to consummate the transactions contemplated hereby, and shall take all actions necessary in conformity therewith including, without limitation, the execution and delivery of all documents required to be delivered in connection with the transaction contemplated herein.

Section 10.03. Acts of Village Officials.

That all past, present and future acts and doings of the officials of the Village that are in conformity with the purpose and intent of this Ordinance are hereby, in all respects, ratified, approved, authorized and confirmed.

Section 11.00 – Section 15.00 Reserved.

**ARTICLE III.
HEADINGS, SAVINGS CLAUSES,
PUBLICATION, EFFECTIVE DATE**

Section 16.00 Headings.

The headings for the articles, sections, paragraphs and subparagraphs of this Ordinance are inserted solely for the convenience of reference and form no substantive part of this Ordinance nor should they be used in any interpretation or construction of any substantive provision of this Ordinance.

Section 17.00 Severability.

The provisions of this Ordinance are hereby declared to be severable and should any provision, clause, sentence, paragraph, subparagraph, section, or part of this Ordinance be determined to be in conflict with any law, statute or regulation by a court of competent jurisdiction, said provision, clause, sentence, paragraph, subparagraph, section, or part shall be excluded and deemed inoperative, unenforceable, and as though not provided for herein, and all other provisions shall remain unaffected, unimpaired, valid and in full force and effect. It is hereby declared to be the legislative intent of the Corporate Authorities that this Ordinance would have been adopted had not such unconstitutional or invalid provision, clause, sentence, paragraph, subparagraph, section, or part thereof been included.

Section 18.00 Superseder.

All code provisions, ordinances, resolutions and orders, or parts thereof, in conflict herewith are, to the extent of such conflict, hereby superseded.

Section 19.00 Publication.

A full, true and complete copy of this Ordinance shall be published in pamphlet form or in a newspaper published and of general circulation within the Village as provided by the Illinois Municipal Code, as amended.

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Section 20.00 Effective Date.

This Ordinance shall be in full force and effect upon its passage, approval and publication, as provided by law.

On The Individual Poll And Voice Vote Of The Board Of Trustees:

AYE VOTES: Trustee Prignano, Trustee Mota, Trustee Taconi,
Trustee Anguiano, Trustee Abruzzo

NAY VOTES:

ABSTAIN:

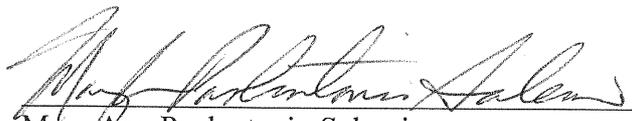
ABSENT: Trustee Italia

SO PASSED, ADOPTED, APPROVED AND ENACTED IN AND AT THE
VILLAGE OF MELROSE PARK, COUNTY OF COOK, STATE OF ILLINOIS, THIS
TWENTY-FIFTH DAY OF JANUARY, 2010, A.D.

APPROVED:


RONALD M. SERPICO
VILLAGE PRESIDENT

ATTEST:


Mary Ann Paolantonio Salemi
Village Clerk

(SEAL)

Recorded in the Municipal Records: January 25, 2010
Published in Pamphlet Form: January 26, 2010