

**ORDINANCE NO. F-1356**

**AN ORDINANCE AMENDING CHAPTER 2, ARTICLE V. BOARDS, COMMISSIONS  
AND COMMITTEES, DIVISION 16. "SEQUICENTENNIAL COMMISSION" OF THE  
WHEATON CITY CODE**

WHEREAS, the City of Wheaton, was incorporated on February 24, 1859; and

WHEREAS, the City of Wheaton will celebrate its Sesquicentennial of incorporation in the years 2008 and 2009; and

WHEREAS, the Corporate Authorities of the City of Wheaton deem it important and reasonable to establish a Sesquicentennial Commission to organize, manage, plan and host year long activities and events to celebrate Wheaton's Sesquicentennial; and

WHEREAS, the Corporate Authorities for the City of Wheaton have determined that establishing a Sesquicentennial Commission to operate under the umbrella of the Wheaton Historic Preservation Council is the best and most efficient way to establish the Commission and provide the accountability for its actions and finances; and

WHEREAS, the Wheaton Historic Preservation Council is a 501(c) (3) organization which provides accountings to the City of Wheaton of their finances based on funding provided by the City to the Wheaton Historic Preservation Council; and

WHEREAS, the existence of the accounting system between the Wheaton Historic Preservation Council and the City of Wheaton is ready made to allow the City of Wheaton to review the financial activities of the Wheaton Sesquicentennial Commission in conjunction with its review of the Wheaton Historic Preservation Council's finances in conformance with the written agreement between the City of Wheaton and the Wheaton Historic Preservation Council.

NOW, THEREFORE, BE IT ORDAINED by the Mayor and City Council of the City of Wheaton, DuPage County, Illinois, as follows:

That the Wheaton City Code, 1996, as amended, is hereby further amended, by adding Division 16."Sesquicentennial Commission", to Chapter 2, Article V. (Boards, Commissions, and Committees), as follows:

**SECTION 1:** There is hereby established an official Commission of the City of Wheaton to be known as the "Sesquicentennial Commission". The Sesquicentennial Commission shall become effective upon the first meeting of a quorum of its Executive Committee and:

- A. A motion acknowledging the creation of its Executive Committee, as appointed by the Mayor with the advice and consent of the City Council, and
- B. Upon approval and adoption of the bylaws attached hereto and incorporated herein as fully set forth as Exhibit A;

**SECTION 2:** That the Sesquicentennial Commission shall exist from the date of the establishment of its Executive Committee until it is dissolved in conformance with its bylaws, but no later than December 31, 2009; and

**SECTION 3:** That upon receipt of the approved meeting minutes of the Executive Commission of the Sesquicentennial Commission satisfying the requirements of Section 1 of this Ordinance, the finance director of the City of Wheaton is authorized to issue a check made payable to "Wheaton 150" in the amount of \$10,000 to be used in strict conformance with the bylaws of the Sesquicentennial Commission's Executive Committee.

**SECTION 4:** That if any part of or portion of this ordinance shall be declared invalid by a court of competent jurisdiction, such partial invalidity shall not affect the remainder of this ordinance.

**SECTION 5:** All ordinances and parts of ordinances in conflict with or inconsistent with the provisions of this Ordinance are hereby repealed to the extent of any such conflict or inconsistency.

**SECTION 6:** This Ordinance shall be in full force and effect from and after its passage, approval, and publication in pamphlet form as is hereby authorized and directed to be done by the Mayor and City Council. **AN**

**ATTEST:**

ATTEST:  
Emily M. Gonzalez  
City Clerk

  
John W. Miller

**Ayes:**

Roll Call Vote:  
Councilman Prendiville  
Councilman Suess  
Councilman Johnson  
Councilman Levine  
Mayor Gresk  
Councilman Mouhelis

Nays:

None

Absent:

### Councilwoman Corry

## Motion Carried Unanimously

Passed: May 19, 2008  
Published: May 20, 2008

## Bylaws

### City of Wheaton Sesquicentennial Commission

#### Article One - Purpose

Section 1. The name of this organization is the "City of Wheaton Sesquicentennial Commission" (hereinafter CWSC). CWSC is a civic organization. For purposes of these bylaws CWSC and its Executive Committee are the same entity and are referred to separately only for context.

Section 2. The Wheaton Historic Preservation Council is the fiduciary partner 501 (c) (3) of CWSC. A separate bank account shall be established at the Wheaton Bank and Trust for deposits and disbursements for CWSC. It will be a DBA account titled "Wheaton 150" and shall be the sole and exclusive account for all receipts and disbursement for CWSC including any and all of its subcommittees.

Section 3. The theme for the City of Wheaton's Sesquicentennial commemoration will be "Celebrate Wheaton: Yesterday, Today, and Tomorrow". And shall commemorate The 150<sup>th</sup> anniversary of Wheaton's incorporation on February 24<sup>th</sup>, 1859.

Section 4. The purpose of CWSC shall be to organize, manage, plan and host yearlong activities and events for "Celebrate Wheaton, Yesterday, Today and Tomorrow" from July 4, 2008 to July 4, 2009 and to wrap up the financial affairs of the CWSC no later than December 31<sup>st</sup>, 2009.

Section 5. The purpose and goals of the CWSC and Celebrate Wheaton: Yesterday, Today and Tomorrow are:

- a. To promote the participation of the entire Wheaton community in celebrating the 150 years of Wheaton's incorporated history while looking forward to an even brighter tomorrow by enveloping the theme into its events throughout the year; and
- b. To create or increase positive associations in people's minds that Wheaton is a fun place to be; and
- c. To draw attention to Wheaton and create a positive, energetic buzz; and
- d. To attract Wheaton residents and visitors to participate in the celebration; and
- e. To engage the community in Wheaton's rich history; and
- f. To invite citizens, churches, schools, businesses and organizations to be a part of the celebration; and

g. To raise and disburse funds for projects, events, and activities and to wrap up by distributing any excess funds to non-profit/charitable organizations located in or primarily serving Wheaton residents.

Section 6. CWSC's purposes are exclusively charitable, social and educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code. Further:

- a. Inurement of Income. No part of the earnings of CWSC shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, members of subcommittees, or other private persons except that CWSC shall be authorized and empowered to incur and pay reasonable disbursements for projects, events and activities authorized hereby, as well upon wrapping up to distribute excess funds to non-profit/charitable organizations located in or primarily serving Wheaton residents.
- b. Legislative or Political Activities. No part of the activities shall be the carrying on of propaganda or otherwise attempting to influence legislation and CWSC shall not participate in or intervene in any political campaign (including publishing or distribution of statements) on behalf of any candidate for public office.
- c. Operational Limitations. Notwithstanding any other provisions of these articles CWSC shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) nor engage in any activity which would jeopardize the Wheaton Historic Preservation Councils Section 501 (c) (3) tax exempt status.
- d. Comply with the Illinois Open Meetings Act and any other applicable state legislation.

Section 7. Dissolution Clause. The CWSC Executive Committee shall wrap up all activities and dissolve no later than December 31<sup>st</sup>, 2009. Prior to dissolution, the CWSC Executive Committee shall, after paying or making provision for the payment of all the liabilities of the CWSC, dispose of all the assets in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the CWSC Executive Committee shall determine in its sole discretion exercised in conformance with these by-laws. Any such assets not so disposed of shall be disposed of by the Circuit Court of DuPage County exclusively for such purposes or

to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

### **Article Two - Executive Committee**

**Section 1.** The CWSC Executive Committee shall be composed of a minimum of nine members and a maximum of fifteen members. All CWSC Executive Committee members shall be appointed by the Mayor with the advice and consent of the City Council. If the CWSC Executive Committee consists of less than ten members, one of its members shall be a member of the Wheaton Historic Preservation Council Executive Board. If the CWSC Executive Committee consists of more than ten members, two of its members shall be members of the Wheaton Historic Preservation Council Executive Board.

**Section 2.** The Executive Committee shall be structured as follows.

- a. Chair (Co-chairs)
- b. Secretary
- c. Community Unit School District 200 Liaison
- d. Chair of Fundraising/Finance Committee
- e. Chair of Special Events Committee
- f. Chair of History Committee
- g. Chair of Community Outreach Committee
- h. Chair of Marketing Committee
- i. Member-at-Large
- j. Chair or chairs of additional committees created by the CWSC Executive Committee after adoption of these by-laws

**Section 3.** The affairs of the CWSC shall be managed and governed by its Executive Committee. The Executive Committee's responsibilities and duties include:

- a. Carrying out the goals and purposes set forth herein; and
- b. Determining additional goals and purposes consistent with the goals and purposes set forth herein; and
- c. Adopting a budget; and

- d. Providing for and managing financial information which is reasonable and necessary for the preparation, financial reporting and financial statements; and
- e. Ensuring effective planning; and
- f. Ensuring adequate resources; and
- g. Assuring that resources are managed properly; and
- h. Monitoring special events, programs and services; and
- i. Enhancing Wheaton's public image; and
- j. Assessing performance; and
- k. Monitoring, managing and assessing the activities, including financial activities, of any and all subcommittees to determine that the subcommittee activities are consistent with these by-laws and CWSC's goals and purposes.
- l. Requiring that all subcommittee deposits and disbursements are run through the Wheaton 150 Account; and
- m. Exclusive authority to establish or dissolve subcommittees; and
- n. Establish any rules for subcommittees it deems appropriate.
- o. Providing and maintaining proper financial records to permit the Wheaton Historic Preservation Council to satisfy its obligation to the City of Wheaton under the agreement between the City of Wheaton and the Wheaton Historic Preservation Council dated May 19, 2008.

Section 4. A majority of the Executive Committee constitutes a quorum.

Section 5. Unless otherwise provided by the Bylaws, all Executive Committee decisions are made by a simple majority vote.

Section 6. Each Executive Committee member is entitled to one vote on each matter.

Section 7. By affirmative vote of two thirds of the Executive Committee, the Executive Committee may suspend or expel a member of the Executive Committee or member of any CWSC subcommittee provided such suspension or expulsion occurs only after all interested parties have an opportunity to present their position in writing to the Executive Committee.

Section 8. Executive Committee votes by proxy are not allowed.

Section 9. The Executive Committee shall meet at least once monthly.

Section 10. Special meetings of the Executive Committee may be called by the Chair or not less than three (3) persons on the Executive Committee upon 48 hours notice.

Section 11. The Chair of the Executive Committee shall decide all questions of order and will be guided by the current version of Robert's Rules of Order.

Section 12. All Executive Committee meetings shall notice their meeting dates, times and locations at the media department for posting on the website and to the City Clerk for publication a minimum of 48 hours in advance.

Section 13. Persons on the Executive Committee shall at all times act as fiduciaries, i.e., ethically in good faith, without conflict of interest, with loyalty, honesty and for the benefit of the Wheaton Sesquicentennial Commission. Dealings or transactions of any kind between the CWSC and a person on the Executive Committee or subcommittee are permissible only if there is

- a. Full disclosure of the proposed dealings or transactions.
- b. Approval of the Executive Board.
- c. Abstention from voting by the person on the Executive Committee.

### Article Three – Committees

Section 1:

*The Marketing Committee will create, oversee and implement all projects that relate to the branding and marketing of the Sesquicentennial and the city of Wheaton in respect to the Sesquicentennial.*

*The vision of the Marketing Committee will positively affect the City of Wheaton and the economic development by maximizing publicity for the city through branding, targeting media channels, and other opportunities as they arise. Their theme is "One message, one look, one feel".*

Section 2:

*The Special Events Committee will provide for a minimum of three new community Special Events to promote and celebrate Wheaton's 150<sup>th</sup> anniversary. Certain aspects of Wheaton's history will be the theme in some form or fashion at each event. A master list of city-wide events will be compiled and the Special Events Committee will work closely with the Community Outreach Committee to avoid conflicts in scheduling.*

Section 3:

*The History Committee will ensure the history of Wheaton is presented accurately and highlighted in various events and projects for the Sesquicentennial Celebration of its incorporation as a village in 1859. The History Committee will partner with the Center for History to host some events and promote Wheaton's heritage in news articles and publications.*

**Section 4:**

*The purpose of Wheaton Sesquicentennial Outreach Committee will establish communication between the Sesquicentennial Committees of Marketing, History, Finance, and Special Events and the businesses, service and non-profit organizations, educational institutions, political leaders and churches in Wheaton regarding Wheaton's Sesquicentennial celebration.*

**Section 5:**

*The Fund-Raising/ Finance Committee will oversee income and expenses as well as actively participate in fund raising activities associated with the Sesquicentennial celebration.*

**Article / Four – Amendments and/or Revisions**

**Section 1.** These Bylaws may be amended by a two-thirds vote of the Executive Committee provided that any amendments are distributed to the Executive Committee at least ten (10) days prior to the Executive Committee meeting at which the proposed amendment(s) will be considered. All amendments shall be subject to the reasonable approval of Corporate Counsel for the City of Wheaton.

**Section 2.** Amendment(s) to these Bylaws become effective immediately upon adjournment of the meeting at which such amendment(s) are passed.

These Bylaws were adopted by the Executive Committee on May 12, 2008.