



LAKE COUNTY FOREST PRESERVES
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Preservation, Restoration, Education and Recreation

DATE: August 3, 2015

MEMO TO: Carol Calabresa, Chair
Land Preservation and Acquisition Committee

FROM: Alex Ty Kovach
Executive Director

SUBJECT: Land Preservation and Acquisition Committee Rules

RECOMMENDATION: Motion to Approve the Rules of the Land Preservation and Acquisition Committee as amended.

BACKGROUND: The Land Preservation and Acquisition Committee operates by a set of specific rules and procedures (the “Committee Rules”). From time to time it is necessary to update and amend them as allowed for in the Forest Preserve District’s Rules of Order and Operational Procedures (the “Board Rules”). The revised ordinance includes a number of revisions which are necessary to reflect the departmental reorganization of the District.

Pursuant to the Board Rules, the procedure for a standing committee to amend its rules, after its first meeting following reorganization, is to (i) make a motion to amend at one meeting, (ii) make a motion to defer the motion to amend until the next regular committee meeting, and (iii) approve the motion to amend at the next meeting. Therefore, staff recommends that the Committee move to approve the amended Committee Rules attached hereto, and then approve a motion to defer the main motion to the next regular meeting of the Land Preservation and Acquisition Committee.

REASON FOR RECOMMENDATION: The Committee may approve its own Committee Rules. However, pursuant to the Board Rules, the Committee Rules are subject to the approval of the Board of Commissioners.

REVIEW BY OTHERS: Executive Director, Director of Planning and Land Preservation and Legal Counsel.

FINANCIAL DATA: No financial impact.

PRESENTER: Alex Ty Kovach

**LAKE COUNTY FOREST PRESERVE DISTRICT
LAKE COUNTY, ILLINOIS**

**AN ORDINANCE APPROVING AMENDED
LAND PRESERVATION AND ACQUISITION COMMITTEE RULES**

WHEREAS, the Land Preservation and Acquisition Committee is a standing committee of the Lake County Forest Preserve District; and

WHEREAS, Article V, Section I of the Rules of Order and Operational Procedures for the Lake County Forest Preserve District states that a standing committee may adopt and amend its own Rules of Procedure ("Rules"), subject to the approval of the Board of Commissioners; and

WHEREAS, the Land Preservation and Acquisition Committee has reviewed and approved a proposed set of Rules, attached hereto as Exhibit "A," and has presented the Rules for approval to the Board of Commissioners;

NOW, THEREFORE, BE IT ORDAINED by the Board of Commissioners of the Lake County Forest Preserve District, Lake County, Illinois **THAT**:

Section 1. Recitals. The recitals set forth above are incorporated as part of this Ordinance by this reference.

Section 2. Approval of Rules. The Rules of the Land Preservation and Acquisition Committee, attached hereto as Exhibit "A", are hereby approved.

Section 3. Effective Date. This Ordinance shall be in full force and effect from and after its passage and approval in the manner provided by law.

PASSED this ____ day of _____, 2015.

AYES:

NAYS:

APPROVED this ____ day of _____, 2015.

APPROVED:

Ann B. Maine, President
Lake County Forest Preserve District

ATTEST:

Julie Gragnani, Secretary

Exhibit No. _____

LAKE COUNTY FOREST PRESERVE DISTRICT

LAND PRESERVATION AND ACQUISITION COMMITTEE RULES

I. MEETINGS - SCHEDULE AND LOCATION

- A. The Land Preservation and Acquisition Committee (the "Committee") of the Lake County Forest Preserve District (the "District") shall schedule and hold its regular and special meetings, and publish, post, and distribute notices and agendas of such meetings, in accordance with the Illinois Open Meetings Act, 5 ILCS 120/1 et seq. (the "Act"). The Committee shall hold its regular meetings at the District's General Offices, 1899 W. Winchester Rd, Libertyville, Illinois (the "General Offices"), or at another location properly noticed. The schedule of the Committee's regular meetings is established by the District's Board of Commissioners (the "Board") and attached to the Boards Rules of Order and Operational Procedures (the "Board Rules").
- B. When it appears to the Chair of the Committee (the "Chair") that a scheduled meeting will lack a quorum, as defined in Section II hereof, the Chair shall cancel such meeting and notify the Committee Secretary of such cancellation. The Committee secretary shall then notify the Committee members and the media, including media which have filed a request for such information, and post notice of such cancellation at the General Offices.
- C. The Chair may call special meetings of the Committee by notifying the Committee Secretary of his or her intent to call a special meeting. The Secretary shall then provide and post a notice and agenda of such meeting, not less than forty-eight (48) hours in advance of such meeting, to the Committee members and the media, including media which have filed a request for such information.

II. QUORUM

A quorum of the Committee shall be as defined in the Board Rules.

III. ORDER OF BUSINESS

- A. The agenda and order of business of each regular meeting of the Committee shall be as follows, unless the Chair determines that there is a special circumstance that dictates otherwise: (1) call to order, (2) pledge of allegiance, (3) approval of minutes, (4) public comment, (5) addenda to the agenda, (6) correspondence, (7) bills and requisitions, (8) new business, (9) old business, (10) executive session, (11) potential final action regarding land acquisition, (12) next meeting, and (13) adjourn.

The Committee shall approve closed session minutes in open session. However, the Committee may discuss the substance of closed session minutes, including any correction thereof, only in closed session.

- B. The ~~Director of Land Preservation and Special Projects (the "Director")~~ Executive Director shall prepare the agenda for each meeting, subject to the review and approval ~~of the Executive Director,~~ the Chair, and the President of the District. If, during such review, there is a difference of opinion regarding an item on the Committee agenda, the

President shall have the authority to make the final decision with respect to that item on the agenda. If a Committee member other than the Chair or President desires to discuss a specific matter at a meeting, he or she may request the Executive Director to include such matter on the agenda within a time sufficient for the agenda to be reviewed as set forth in this Section and to be posted in accordance with the Act.

IV. CLOSED MEETINGS AND SESSIONS

- A. The Committee shall conduct all closed meetings and sessions in compliance with the Act. Attendance at closed meetings or sessions is limited only to (1) the Committee, (2) other Board Commissioners, (3) the Committee secretary, (4) Land Acquisition Counsel and Corporate Counsel (Land Acquisition Counsel and Corporate Counsel are referred to herein collectively and individually as "Counsel"), (5) the Executive Director, ~~(6) the Director,~~ (76) District consultants allowed to attend by the Committee, (87) other District staff selected to attend by the Executive Director, and (98) other individuals allowed by the Committee, including, when an interest in real estate is being considered for potential acquisition and is to be discussed, the owners of the property in which the interest is located (a "Property") or their agents (collectively, the "Owner"), who may attend only that portion of the closed session devoted to such Property.
- B. At least twice annually, pursuant to the Act, the Committee shall meet in closed session to review all minutes of closed sessions not previously released to the public. At each such meeting, the Committee shall make one of the following determinations with respect to each set of minutes: (1) that all of such minutes must remain confidential, (2) that all of such minutes no longer require confidential treatment and may be made available for public inspection, or (3) that part of such minutes must remain confidential and part of such minutes no longer require confidential treatment and may be made available for public inspection. The Committee shall report the results of these determinations in open session.
- C. All attendees of a closed meeting or session shall hold all information discussed or presented therein strictly confidential. No person who cannot or will not comply with this requirement may attend a closed meeting or session. If any member of the Committee willfully violates the confidentiality requirements of this Section IV.C to the detriment of the District, the Chair may recommend to the President that such member be replaced in accordance with the Board Rules. If any other attendee violates the confidentiality requirements of this Section IV.C to the detriment of the District, the Chair may bar such attendee from future attendance of closed meetings or sessions. If a member of the District staff violates the confidentiality requirements of this Section IV.C, such violation shall be grounds for disciplinary action under the District personnel policies then in effect. A District staff member's communication of confidential information to another person is not a violation to the extent such communication was (1) authorized by the Committee or (2) made to another person authorized to attend a closed session and such communication is necessary or desirable for the staff member to carry out his or her duties and was not otherwise prohibited by the Committee.

V. ABSENCE OF CHAIR

- A. In the absence of the Chair, the Vice-Chair of the Committee shall preside at Committee meetings.
- B. In the absence of both the Chair and the Vice-Chair, the members present shall select a Chair pro tem to act as the Chair for such meeting.

VI. SUBCOMMITTEES

From time to time, the Chair may (1) create subcommittees of the Committee as necessary or appropriate, with the concurrence of the Committee and (2) appoint members of the subcommittee.

VII. ACTION

- A. The Committee may take action by voice vote, except when a roll call is required by law or requested by any member, in which case it shall take action by a roll call vote. During each roll call vote, the Committee secretary shall record each vote by each Committee member as an “aye,” “nay,” or “abstain.”
- B. Any member casting a minority voice vote may direct the Committee secretary to so record the vote.
- C. A motion to recommend to the Board that it approve an ordinance or resolution will be deemed approved by the Committee only if a concurring majority of the members of the Committee present at the meeting at which the motion is made (including the President if he or she is authorized by the Board Rules to vote) vote in favor of the motion. All other motions will be deemed approved by the Committee only if an affirmative majority of the members present at the meeting (including the President if he or she is authorized by the Board Rules to vote) vote in favor of the motion.

VIII. ACQUISITION OF PROPERTY

- A. A proposal to acquire an interest in Property may be submitted for Committee consideration in closed session by any of the following:
 - (1) Members of the Committee,
 - (2) District Commissioners, or
 - (3) the Executive Director ~~or the Director.~~
- B. Before approving a motion to recommend to the Board that it acquire an interest in Property, the Committee shall first refer the matter of acquiring such interest to the District Planning and Land Preservation Department (the “Department”) so that the Department may conduct a review of the Property, its suitability for District purposes, and other relevant facts and considerations related to such acquisition. The Committee or Department may also refer the matter of acquiring such interest to Counsel for

preliminary legal analysis related to the Property.

C. To assist in its review, the Department may obtain information pertinent to the interest in Property that is proposed to be acquired including but not limited to:

- (1) Analysis of overall ecological value of the Property, based on a qualitative and quantitative study and description of the site, including information on flora, fauna, soils, geology, extent of wetlands, floodplains and drainage,
- (2) Analysis of the pre-settlement plant community and determination of whether the Property can be returned to its original state,
- (3) Analysis of on-site and off-site planning and cultural and natural conditions of the Property,
- (4) Compliance with the District's adopted Land Acquisition Plan goals and policies,
- (5) Maps, plats, and aerial photographs,
- (6) Revenue-generating potential and overall operations and maintenance costs of the Property;
- (7) An appraisal of the Property (if authorized by the Committee),
- (8) Any additional information regarding market value of the interest to be acquired in the Property or comparable interests, funding availability to acquire the interest, or alternative acquisition strategies,
- (9) Information regarding possible environmental hazards of the Property, including information based on a site and aerial investigation,
- (10) Ownership information for the Property based on tax records, recorded conveyances, and title information, and
- (11) Other information necessary or desirable to complete the Department's analysis and review.

D. After such information is gathered, the Executive Director, and when appropriate, Counsel or authorized consultants, shall present a preliminary report to the Committee in closed session.

E. If the Committee determines that an appraisal is appropriate, it shall direct the Executive Director to obtain an appraisal either prior to or after the Staff's review pursuant to Section VIII.C. If the Executive Director determines that the delay resulting from seeking direction from the Committee to obtain an appraisal might, in light of timing constraints, jeopardize the District's ability to acquire an interest in Property, the Committee Chair and the President of the District can collectively authorize the Executive Director to obtain an appraisal. If such authorization is given, the Executive Director shall notify the Committee members of such authorization at the next scheduled Committee meeting. The Executive Director and, if directed by the Committee, Counsel,

Staff, and consultants, shall review each appraisal for compliance with appraisal specifications, legal requirements and computations.

- F. When determining whether to acquire Property, the Committee shall consider whether the cost to acquire the Property as indicated by its appraised value is economically feasible and otherwise appropriate, considering the needs, plans and resources of the District. If the Committee decides to propose an offer to acquire an interest in Property, or to respond to an offer to sell an interest in Property, it shall provide the Executive Director, Counsel, or consultants with the parameters of such offer or response, including without limitation price, and direct the Director, Counsel, or consultants to proceed with negotiations for the acquisition of such Property.
- G. Before or after the Committee provides the parameters of an offer, and at the direction of the President, Chair, or the Committee, the ~~Director and/or~~ Executive Director, and/or Counsel or authorized District staff or consultants shall meet with the Owner to discuss (1) the District's interest in the Property and the willingness of the Owner to sell the Property, (2) the possibility of a gift from the Owner of all or a portion of the Property, (3) the existence of any special situations pertaining to the Property or the Owner, or (4) such other discussion topics regarding the Property as may appear pertinent or necessary.
- H. Should negotiations with the Owner proceed, the Executive Director and (at the direction of the Committee or the Executive Director) Counsel and/or authorized District staff or consultants may obtain such additional information as may be necessary or appropriate for such negotiations, including without limitation any information referred to in Section VIII.C hereof which has not previously been obtained, and other information or data such as plats of survey, title information and further environmental studies.
- I. During negotiations, the Committee may consider any information presented by Owner related to the acquisition of the Property, including its value. The Committee may direct the Executive Director, Counsel, or consultants to offer a price for an interest in Property that exceeds the District's appraised value of the interest, but only after considering, to the extent available and relevant (1) data that was not previously available, including without limitation comparable sales, cost data, land valuation data, and physical data, (2) information presented by Owner, including any appraisal, (3) appraisal error, (4) costs of condemnation, (5) competing offers for the Property, (6) timing constraints, and (7) whether the Property has a value to the District that is unique, when compared to other potential buyers, considering, without limitation, the Property's location, proximity to other District property, and ecological characteristics and the District's plans for the Property.
- J. To assist the District and the Owner to reach an agreement in principle regarding the District's acquisition of an interest in Property, the Committee may direct the Executive Director, with assistance from Counsel ~~and the Executive Director~~, to prepare a confidential letter of intent (a "Letter of Intent") with the Owner as a prelude to a formal real estate sale and purchase agreement for the acquisition of the interest (an "Agreement"). If, because of timing or other issues, the Committee determines that it is in the District's best interests to do so, the Committee may direct the Executive Director, with assistance from Counsel ~~and the Executive Director~~, to prepare the Agreement,

without a Letter of Intent. The Executive Director (or his or her authorized designee) may execute the Letter of Intent or Agreement with the owner on behalf of the District so long as the document contains a written contingency that requires full Board approval of the terms and conditions outlined in the Letter of Intent or Agreement. All Letters of Intent and Agreements shall also contain contingencies regarding acceptable title and environmental conditions on the Property.

- K. During the course of negotiations with the Owner, the Department, in consultation with Counsel, shall prepare a resolution (the "Resolution") setting forth the price, location and approximate acreage of the Property and approving the Agreement. The Executive Director shall present the Resolution to the Committee, but only if the Owner has first executed the Agreement, unless the Board directs otherwise. The Committee shall consider whether to recommend, by motion, that the Board approve the Resolution. If the Committee recommends approval of the Resolution, the Executive Director shall forward it to the District's Finance and Administrative Committee for action pursuant to the Rules.
- L. If the ~~Director or~~ Executive Director determine that (1) the District should consider the acquisition of a particular Property, (2) the Property is owned by a governmental agency or is or was the subject of a mortgage foreclosure, tax sale, auction, bankruptcy or other insolvency proceeding, or other similar proceeding that places constraints on the seller's and potential buyers' ability to negotiate a traditional real estate transaction in the manner set forth in this Article, and (3) strict adherence to these Rules could, through delay or other factors, jeopardize the District's ability to acquire an interest in the Property, then the Executive Director ~~and Director~~ may engage in negotiations and other activities regarding the acquisition of such interest in a manner that they determine is appropriate, even if it is inconsistent with this Article, but (1) they must provide written notice to the President and the Committee stating that they are proceeding with such negotiations and activities and identifying the reasons why strict adherence to these Rules could, through delay or other factors, jeopardize the District's ability to acquire an interest in the Property and (2) the District may approve the acquisition of the Property only as set forth in Section VIII.O below.
- M. If, as of closing, the Property will be subject in whole or in part to an agricultural lease, the Committee will consider such fact in determining whether to recommend that the Board approve the acquisition of the Property, including the effect such a lease might have on state, federal, or other grant requests and the planned or contemplated District uses for the Property. If the Committee recommends the acquisition of such a Property, then the Executive Director, whenever possible and as a general policy, shall, during negotiations with the Owner seek (1) Owner's agreement to terminate the lease prior to or effective upon closing, (2) the lessee's agreement to, effective upon closing, terminate the lease (whether it is oral or written) and enter into a Farm License Agreement pursuant to the District's Farm Management Program, or (3) if the existing agricultural lease is oral, Owner's agreement to negotiate, prior to closing, a written agricultural lease with the existing lessee. The Agreement will include a provision, with respect to any lease that will be effective upon closing, prohibiting Owner from taking any action to amend, renew, or extend the lease, without the District's consent. If an existing agricultural lease remains in effect upon closing, the District will assume the existing lease only to the extent required by law. Upon the expiration of a farm lease or license that was effective

upon closing, the Property will be subject to review by District staff to determine whether the Property should be included in, retired from, or partially included and partially retired from the District Farm Management Program, all as provided for in the District Farm Management Program Policy and Procedures.

- N. If the District has made reasonable attempts to negotiate a purchase of an interest in Property, but the Owner has not agreed to sell the interest to the District pursuant to terms that are acceptable to the District, then:
- (1) The Committee may direct the Executive Director and Counsel to prepare and send to the Owner a final written offer, the parameters of which will be determined by the Committee.
 - (2) If, after the final written offer is tendered to the Owner, the Owner has not agreed to sell the interest to the District pursuant to terms that are acceptable to the District, then the Committee may recommend to the Board that Counsel be directed to commence eminent domain proceedings to acquire the Property. Any recommendation shall be forwarded to the Board in the form of a report to be made in closed session of a Board meeting.
 - (3) The Executive Director and Counsel shall periodically report to the Committee (a) the status of a pending eminent domain proceeding and (b) the recommendations of the Executive Director and Counsel regarding such proceeding in the form of a written report identifying factors relevant to such recommendations, which may include without limitation re-appraisals of the Property, newly discovered data, cost-benefit analyses, or the court's pre-trial recommendation.
- O. Notwithstanding any other provision of these Rules, neither the Committee, or the Director, the Executive Director, nor any person or entity other than the Board has the authority to approve the acquisition by the District of any interest in Property. Pursuant to applicable law, only the Board may approve the acquisition of an interest in Property and it may do so only by a concurring vote of a majority of all the members elected or appointed to the Board.

IX. EASEMENT AND LICENSES

The Committee shall review requests for licenses and easements to use District property in accordance with the District's License and Easement Ordinance.

X. AMENDMENT AND SUSPENSION

The Committee may amend these rules at any meeting next succeeding the meeting at which such amendment is moved and seconded by an affirmative majority vote of the members of the Committee present at the succeeding meeting. However, amendments to these rules will become effective only when approved by the Board. The Committee may suspend these rules only by unanimous consent of the members of the Committee present.

XI. OTHER RULES

- A. These Rules shall be subject to the Board Rules.

- B. In the absence of a governing provision of the Board Rules or these Rules, *Robert's Rules of Order Newly Revised (10th Edition)* shall govern.

XII. SEVERABILITY

If any provision of these Rules is held to be void or unenforceable, such provision shall be deemed omitted and these Rules shall remain in full force and effect, with such omission.

XIII. EFFECTIVE DATE

These Rules shall become effective when approved by the Board. All prior rules, and all prior procedures, policies or practices of the Committee in conflict with these Rules, are hereby repealed and declared to be superseded.

PASSED AND APPROVED by the Committee this 31st day of August, 2015.

Ayes:

Nays:

Carol Calabresa, Chair
Land Preservation and Acquisition Committee

APPROVED by Board of Commissioners on September 8, 2015.