



**RESOLUTIONS ADOPTED BY THE  
BOARD OF DIRECTORS  
ON OCTOBER 16, 2014**

**MEETING MINUTES**

RESOLVED, that the minutes of the meeting of the Board of Directors held on July 17, 2014, in the form previously provided to the members of the Board of Directors, be and hereby are approved.

**2013 ANNUAL REPORT**

WHEREAS, Section 11.2 of the Trust's Bylaws requires that the Trust prepare, and the Board of Directors approve, an annual report that details the activities and accomplishments of the Trust for the prior year, including, without limitation, information as to infrastructure projects financed or supported by the Trust and the annual audited financial statements of the Trust.

NOW, THEREFORE, BE IT RESOLVED, that the 2013 Annual Report of the Chicago Infrastructure Trust, in the form previously provided to the members of the Board of Directors, be, and hereby is in all regards, approved, and that management of the Trust be authorized to release such Annual Report for public inspection and to disseminate such Annual Report to the persons and in the manner prescribed by the Trust's Bylaws.

**WHISTLEBLOWER POLICY**

RESOLVED, that the Whistleblower Policy, in the form previously provided to the members of the Board of Directors, be and hereby is adopted and approved.

**EMPLOYEE MANUAL**

RESOLVED, that the Employee Manual, in the form previously provided to the members of the Board of Directors, be and hereby is adopted and approved, and that the Executive Director be, and hereby is, authorized and empowered to establish and administer the employee benefits required under the Employee Manual.

## **COMPRESSED NATURAL GAS PROJECT**

WHEREAS, the staff of the Trust has reviewed with the Board of Directors an unsolicited proposal with respect to the build-out in the City of Chicago of a network of providers of compressed natural gas for use in commercial and personal vehicles (the “CNG Project”);

WHEREAS, the Board of Directors has determined that the CNG Project is a worthwhile undertaking and is within the proper scope of the Trust;

NOW, THEREFORE, BE IT RESOLVED that the CNG Project be, and hereby is, authorized and approved, subject to such conditions and parameters as are hereafter imposed by the Board of Directors, and that the Executive Director be, and hereby is, authorized to negotiate the terms of the CNG Project, with definitive agreements being subject to the final approval of the Board of Directors.

## **CTA 4G PROJECT**

WHEREAS, the Board of Directors has previously authorized the negotiation of the terms on which a consortium of wireless carriers (the “Consortium”) would finance an upgrade to the distributed antenna system in the Chicago Transit Authority’s red and blue line subway tunnels (the “CTA 4G Upgrade Project”);

NOW, THEREFORE, BE IT RESOLVED that the management of the Trust be, and hereby is, authorized to negotiate and execute a services contract between the Trust and the Consortium, on such terms as the Executive Director of the Trust shall deem necessary, reasonable or appropriate.

## **COMBINED HEAT AND POWER**

WHEREAS, the staff of the Trust has reviewed with the Board of Directors a proposed program to perform combined heat and power (CHP) system upgrades of City Department and Sister Agency buildings;

WHEREAS, in order to advance the program to the next stage of development, it is necessary for the Trust to engage one or more contractors to conduct the CHP upgrades and to negotiate the terms of the financing for such program;

NOW, THEREFORE, BE IT RESOLVED that the Trust’s Chief Executive Officer be and hereby is authorized and directed to issue public notice to solicit additional proposals regarding the CHP upgrades and to select, from among those that submit proposals, one or more contractors to partner with the Trust to apply for a DCEO CHP grant.

**GENERAL**

RESOLVED, that in order to fully carry out the intent and effectuate the purposes of the foregoing resolutions, any of the Trust's officers be, and each hereby is, authorized to take all such further actions, and to execute and deliver all such further agreements, instruments, documents or certificates in the name and on behalf of the Trust, and under its corporate seal or otherwise, and to pay all such fees and expenses, which shall in their judgment be necessary, proper or advisable and to perform all of the obligations of the Trust in connection with the foregoing resolutions.

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