

PROCEDURES FOR THE ELECTION OF THE BOARD OF DIRECTORS

Definitions

All procedures herein are intended to provide for the conduct of an election of members of the Board of Directors of the 175 East Delaware Place Home Owners Association (the Association).

Any reference in these procedures to "Voting Member" refers to that term as defined in Article V, Section 3 of the By-Laws.

Any reference in these procedures to "Management" refers to the Property Manager of the Association or to a Management employee under the direction of the Property Manager.

Any reference in these procedures to "Management Office" refers to the Property Management Office on the 44th Floor at 175 East Delaware Place, Chicago IL 60611.

Voting Member

The Voting Member for each Unit shall be the natural person who has most recently registered with the Management Office on a signed and dated form called a "Voting Member Designation Form," which is designed for that purpose. Management shall request a Voting Member Designation Card from each new Unit Owner (or installment contract purchaser) and shall annually remind each Unit Owner of the option to provide a Voting Member Designation Card or to update the Voting Member Designation Card for that Unit.

Candidate Eligibility

Any Unit Owner who is a titleholder of the Unit (or installment contract purchaser) is eligible to be a candidate for the Board of Directors of the 175 East Delaware Place Home Owners Association. In the case of multiple Owners of a single Unit, only person is eligible to serve on the Board at any one time for that Unit. If a unit is owned by a legal entity, the following persons are eligible to be a candidate for election to, and serve on, the Board: an officer, director or other designated agent of a corporate owner; a partner of a partnership; a beneficiary or other designated agent of a trust; or a manager of any other legal entity.

Each candidate shall certify eligibility status and shall, upon request by Management, submit (a) a copy of the first page of the title insurance policy; (b) a copy of the deed; (c) a letter from a land trustee confirming interest as a beneficiary; (d) sufficient identification as the authorized representative of a legal entity; or (e) other acceptable proof.

Each candidate shall disclose any personal, financial, or business interest in any concern with which the Association does business, and any personal, financial, or business relationship that may involve or may appear to involve a conflict of interest. This information will be distributed within the Voting Packet as part of the compiled biographical and background information supplied by the candidates.

Establishment of Election Committee and Election Judges

No later than six weeks prior to the Annual Meeting, the President of the Association shall appoint, and the Board shall ratify, an Election Committee consisting of no fewer than three nor more than seven Unit Owners, one of whom shall be designated as its Chair. No member of the Committee shall be a Board Member, a candidate for election to the Board, or the spouse of or partner of or co-resident with a Board Member or a candidate for election to the Board. The Committee shall, in conjunction with Management, determine its own procedures in any manner that does not conflict with the terms of this document.

No later than six weeks prior to the Annual Meeting, the Association shall engage the services of a certified public accounting firm to function as Election Judges. Management shall supply to the Election Judges the Voting Member Designation Form for each Unit and the following information for each Unit: (1) the name of the Voting Member; (2) the mailing address of record, being either the address of the Unit or any other address that the Unit Owner will have provided; and (3) the percentage of ownership for that Unit.

Duties of the Election Committee

The Committee shall serve as inspectors for the election to determine any issue referred to them by Management or by the Election Judges pertaining to a Ballot, candidate eligibility, voter eligibility, or any other matter relating to the conduct of the election. The decisions of the Election Committee shall be final and binding.

At least three members of the Election Committee shall attend the annual meeting and supervise the counting of the votes by the Election Judges, including at its option an audit of a representative portion of previously tabulated Ballots, and shall submit to the Board a written report on the results of the election.

Duties of the Election Judges

Working under the direction of the Election Committee, the Election Judges: (1) shall issue and shall mail to each Voting Member a Voting Packet; (2) shall determine whether a quorum is present at the Annual Meeting, whether in person or by having cast a Ballot in advance; (3) shall determine the authenticity of each Ballot; (4) shall identify each Unit's percentage vote; (5) shall tabulate each Ballot; (6) shall determine and provide preliminary voting results to the President as soon as feasible after the conclusion of the voting period; (7) shall certify the official voting results thereafter to the Election Committee for its report to the Board; and (8) shall maintain custody of all Ballots on behalf of the Association for a period of one year.

Nomination Packet

No later than six weeks prior to the Annual Meeting, Management shall distribute to each Unit in the building a Nomination Packet consisting of (1) a cover letter as Notice of Election [similar to Exhibit A]; (2) a copy of these Election Procedures (excluding copies of the supplementary exhibits of letters and forms); and (3) a Nomination Form [similar to Exhibit B]. That form for self-nomination must be completed by any prospective candidate and returned to the Management Office no later than noon on the deadline date specified on that form, which deadline date shall be [a] no earlier than twenty-one days after the date of distribution of the Nomination Packet, [b] no earlier than seven days before the date of distribution of the Voting Packet, and [c] no later than one calendar month prior to the scheduled Annual Meeting.

Each completed Nomination Form shall be time-stamped by Management upon receipt. In the event that a Nomination Form is judged by Management to be incomplete, and if time permits, Management shall attempt to contact the Unit Owner to request its completion.

The Election Committee shall certify and Management shall post in a conspicuous place on the 44th floor, no later than 5:00 pm on the deadline date for Nomination Forms, if feasible, a list of candidates who have submitted completed forms as of the deadline. The decision of the Election Committee to exclude any incomplete Nomination Form from that list shall be final.

Any Unit Owner who can demonstrate titleholder status and who has completed all documentation in the nominating packet may be nominated by any Unit Owner during the portion of the Annual Meeting set aside for nominations from the floor, provided that such nomination is seconded by at least one other Unit Owner in attendance and is accepted by the nominated candidate.

Distribution of Voting Packet

After the deadline for Nomination Forms and prior to the preparation of the Voting Packet, the Election Committee shall determine from all available information the number of Board vacancies, whether equal to or in excess of twenty-four. Management shall promptly provide to the Election Judges a Voting Packet consisting of (1) the compiled biographical or background information supplied by each certified candidate (subject to length limitations), the conflict-of-interest statement provided by any candidate, and an indication of the Board meeting attendance during the current term by each incumbent; (2) the form of a Notice of the Annual Meeting [similar to Exhibit C]; and (3) a Ballot [similar to Exhibit D] which the Voting Member may complete. In accordance with Section 18(b)(10) of the Illinois Condominium Property Act, the Ballot shall show the Unit number and the printed name and signature of the Voting Member only on a portion of the page that may subsequently be separated from the portion of the page that shows the marked votes and an indication of the percentage of ownership of the Unit.

No earlier than thirty days nor later than twenty-eight days prior to the Annual Meeting, the Election Judges shall distribute to the Voting Member of each Unit a Voting Packet along with a return envelope to allow the Voting Member the option to submit the Ballot by mail to the Election Judges. At the discretion of the Election Committee, and based on the information provided by the Election Judges with regard to a potential failure to obtain a quorum for the Annual Meeting, the Election Judges may be requested subsequently to distribute, along with appropriate description, an additional Voting Packet to any Unit for which a completed Ballot had not already been received.

An additional Voting Packet may be requested by any Voting Member from Management at any time after the initial distribution and prior to 5 P.M. on the day of the Annual Meeting. An additional Ballot may be requested by any Voting Member from Management at the site of the Annual Meeting from shortly before the start of the Annual Meeting until the closing of the voting period. In the case of the filing of more than one Ballot for a given Unit, it is understood that only the latest Ballot submitted by a Voting Member, including one that may be filed during the Annual Meeting prior to the closing of the voting period, will be counted for purposes of tabulation.

Ballot

The Voting Member may indicate on the Ballot a preference for listed candidates and/or may write in the name and Unit number of any eligible individual(s) in the space(s) provided, up to the maximum number of candidates for whom votes may be cast. Each candidate for whom a vote is intended to be cast shall be clearly indicated by means of an "X" or a "√" in the appropriate place.

Voting is not cumulative; that is, voting for fewer than the maximum number of candidates does not give extra weight to each candidate. Voting for a greater number of candidates than the maximum allowable, however, will invalidate the entire Ballot. A Voting Member who casts a blank Ballot may be counted as present for the purpose of obtaining a quorum but will not have contributed to the tabulated vote count of any candidate.

A Voting Member who has signed a Ballot may revoke it by submitting another Ballot up until the time during the Annual Meeting when the voting shall be closed by announcement of the President. Any Ballot received after the voting is closed shall be disqualified and shall not be tabulated.

Submitting Ballot

A Voting Member may submit a completed Ballot by (1) mailing it to the Election Judges so as to be received no later than the morning of the day of the Annual Meeting; (2) depositing it, optionally within any sealed envelope, into a locked voting box that will be available at the Management Office during regular business hours until and including the day of the Annual Meeting; or (3) providing it, optionally within any sealed envelope, to the Election Judges immediately prior to or at any time during the Annual Meeting up until the voting period is declared by the President to be completed.

Processing of Ballots

The Election Judges shall confirm the validity of each Ballot by comparison with the Voting Member Designation Form on file for that Unit. The Election Judges shall also confirm that each Ballot is complete, is legible, is unambiguous with regard to the wishes of the Voting Member, and does not show votes for more than the maximum number of candidates allowable. The Election Judges shall time-stamp each Ballot upon receipt and confirmation of acceptability.

The Election Judges shall refer to the Election Committee any Ballot that may be invalid in accordance with any of the items in the paragraph immediately above. In the event that the signature on the Ballot is judged not to conform to the signature on the Voting Member Designation Form, or in the event of any irregularity with regard to the completeness, legibility, ambiguity, or number of candidates marked, the Election Committee shall, if time permits, attempt to contact the Voting Member to resolve the matter.

Any Ballot that in the opinion of the Election Committee is not properly signed by a Voting Member or in the opinion of the Election Committee is invalid in accordance with any of the items in the first paragraph of this section shall be determined not to be valid, shall be marked as such, and shall not be counted for the purposes of the election.

Tabulation of Ballots

The Election Judges may begin tabulating the Ballots as received prior to the start of the Annual Meeting, both for the purpose of establishing a quorum and also for the convenience of counting the votes in a timely manner. Preliminary information concerning the results of the tabulating shall not be made available to candidates or others by Election Judges until the appropriate time during or subsequent to the Annual Meeting.

The Election Judges shall retain all Ballots in such a manner as to allow a Voting Member to revoke and replace up until the time during the Annual Meeting when the voting shall be closed by announcement of the President.

Electioneering

No one shall disturb the voting process by harassing a voter or interfering with the process at the Annual Meeting within thirty yards of the area designated for the filing of Ballots. The Election Committee shall, to the extent feasible and necessary, clearly mark such perimeter. The Election Committee may recommend to the Board a rules violation hearing and possible fine for violation of the electioneering rules.

Meeting Procedures

The President of the Association shall call for nominations from the floor at the appropriate point in the Annual Meeting and shall allow a reasonable period for the voting to be completed. Once the President has announced that the voting is closed, no more Ballots shall be accepted by the Election Judges. The tabulating shall then be completed by the Election Judges with the oversight of the Election Committee. Any candidate, or representative designated in writing by any candidate, may also be present at this time, subject to reasonable procedures as determined by the Election Committee.

Results

The Election Judges shall furnish to the President, after the conclusion of the tabulating, the preliminary results of the election for announcement to the Unit Owners. Each of the twenty-four candidates receiving the highest number of votes shall be elected as Director for a term of two years.

In the event of additional vacant positions on the Board, as determined by the Election Committee at the time of the Annual Meeting, the applicable number of additional candidates receiving the next highest number of votes beyond the highest twenty-four shall each be elected as Director for a term of one year.

In the event of any tie vote, the determination of the election of a candidate or the determination of the term of Director between or among those candidates receiving the identical number of votes, shall be decided by the Election Committee by lot.

Recordkeeping

After the results of the election have been certified by the Election Judges, and in accordance with Section 18(b)(10) of the Illinois Condominium Property Act, each tabulated Ballot shall have the two portions of the page separated such that the upper portion showing the marked vote is no longer attached to the lower portion showing the Unit number and the printed name and signature of the Voting Member.

The lower portion of each Ballot shall be discarded, and the upper portion of each Ballot shall be retained in the files of, or on behalf of, the Association for a period of not less than one year after the date of the Annual Meeting. Any Unit Owner shall have the right to inspect, examine, and make copies of the Ballots. In order to exercise this right, a Unit Owner must submit to the Board a written request to inspect, examine, and make copies of the Ballots. Within ten business days after receipt of such request, the requesting Unit Owner will be permitted to inspect, examine, and make copies of the Ballots. The actual cost to the Association of retrieving and making the Ballots available for inspection shall be charged to the requesting Unit Owner. If a Unit Owner requests copies of the Ballots, the actual cost to the Association of reproducing the Ballots shall also be charged to the Unit Owner.

Distribution of Procedures

A copy of these procedures shall be available in the Management Office for examination by any Unit Owner during regular business hours. A copy of these procedures, excluding the supplementary exhibits of letters and forms, shall be distributed to each Voting Member as a part of the Voting Packet.