

MEMORANDUM
DAVID G. MORRISON, CITY ATTORNEY

To: City Manager
Subject: Hauberg Civic Center
Date: December 7, 2015

Pursuant to an agreement between Catherine Hauberg Sweeney and John Hauberg, Jr., (the “Hauberg Heirs”), and The City of Rock Island back in June, 1956, the City was granted possession and full control of what is commonly known as The Hauberg Civic Center. Pursuant to an Offer to Convey Hauberg Homestead and a subsequent contract, the property, consisting of three (3) parcels, RI-177, RI-178 and RI-3756, would ultimately be conveyed to the City on or about June, 1961.

On or about November, 1956, the Hauberg Heirs established the Hauberg Civic Center Corporation and conveyed the properties to the corporation, with the intent that eventually all the stock in the corporation (1000 shares issued) would be transferred to the City, the parcels conveyed to the City on or about June, 1961, and the corporation dissolved. In contemplation of carrying out the terms of the agreement, the Hauberg Heirs transferred all 1000 shares of the corporation to the City by November 10, 1960, and the City has possession of those original shares. However, it has been discovered that a deed to the City was never prepared, or if prepared, was never recorded at the Rock Island County Recorder of Deeds office, and, accordingly, title to the three (3) parcels remains in the name of the Hauberg Civic Center Corporation.

Recommendation

In order to fulfill the intent of the terms of the Offer to Convey and Contract executed by the Hauberg Heirs, it is recommended for the purposes of winding up the corporate affairs of the Hauberg Civic Center Corporation, that the City Council approve the Mayor to act on behalf of the City of Rock Island, as the sole shareholder of the corporation, and thereafter, as said sole shareholder, the City would nominate and select Mayor, Dennis E. Pauley as the sole Director of the corporation, by the execution of an Action by Sole Shareholder and Action by Sole Director, and thereafter the Mayor execute a Quit Claim Deed transferring title to the Hauberg Civic Center parcels to the City. All other corporate matters having been completed, the Hauberg Civic Center Corporation would then be dissolved.

Submitted by: David G. Morrison, City Attorney

Approved by: Thomas Thomas, City Manager

ACTION BY SOLE SHAREHOLDER

The undersigned, The City of Rock Island, Illinois, being the sole owner of record of all of the outstanding shares of

HAUBERG CIVIC CENTER CORPORATION

an Illinois corporation, pursuant to approval by the City Council of The City of Rock Island, Illinois, does hereby nominate and appoint Mayor, Dennis E. Pauley, to act as the sole Director of the Hauberg Civic Center Corporation.

THE CITY OF ROCK ISLAND, ILLINOIS,
Being the Sole Owner of Record of all of the
Shares of said Corporation

BY: _____
Dennis E. Pauley, Mayor

Dated _____

ACTION BY SOLE DIRECTOR

The undersigned, Dennis E. Pauley, Mayor of The City of Rock Island, Illinois, being appointed as the sole Director of

HAUBERG CIVIC CENTER CORPORATION

an Illinois corporation, as approved by the City Council of The City of Rock Island, Illinois, sole shareholder of said corporation, does hereby take the following action without a meeting, pursuant to the authority of the Illinois Business Corporation Act, as follows:

1. That as a part of the distribution of the corporate assets and the “winding up” of the corporation in order that same may be dissolved, a Quit Claim Deed will be prepared, executed, and recorded by the corporation to The City of Rock Island, Illinois, a municipal corporation.

Dennis E. Pauley, Mayor of The City of Rock
Island, Illinois, as Sole Director

Dated _____