

**THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY
MINUTES OF THE EXECUTIVE SESSION OF THE
REGULAR BOARD MEETING**

May 22, 2014

On May 22, 2014 at approximately 9:40 a.m., the Board of Directors met in Executive Session to discuss certain matters related to personnel matters, real estate acquisition and litigation matters involving the Tollway, pursuant to Sections 2(c)(1), 2(c)(5) and 2(c)(11) of the Illinois *Open Meetings Act*.

[Bolded entries indicate issues which may require follow-up to present or report to the Board.]

Directors Present:

Chair Paula Wolff

Director Jim Banks

Director Terry D’Arcy

Director Earl Dotson

Director Mark Peterson

Director Jeff Redick

Director Jim Sweeney

Director Tom Weisner

Staff present for all or portions of the meeting:

Kristi Lafleur (Executive Director)

Michael Stone (Chief of Staff)

Rocco Zuccherro (Deputy Chief of Eng. for Planning)

David Goldberg (General Counsel)

Joanne Fehn (Land Acquisition Manager)

Directors discussed Land Acquisitions.

Staff provided a summary table of the Jane Addams Memorial Tollway (I-90) and the Elgin O’Hare Western Access Project (“EOWA”) parcel identification reports noting the addition of six parcels on the EOWA report and four parcels on the I-90 report.

A Director inquired as to the size, location, and proposed utilization of the four added parcels on the I-90 parcel identification report. Staff responded with the requested information.

Discussion ensued over historical practices, as well as current and future arrangements with utility companies regarding access, easement, and terms of sale for property adjacent to, acquired by, or purchased from the Tollway.

Staff noted that preservation of future access rights for the Tollway has not traditionally been included as standard practice terms.

The Board requested that staff pursue cooperative agreements with utility companies regarding permanent Tollway easement and give consideration to future Tollway easement when negotiating agreements and terms of property sales.

A Director inquired as to the purpose of providing Record Owner Reports to the Board. Staff responded that the names on the Record Owner reports are being provided for informational purposes at the preliminary DiBenedetto stage in the interest of transparency, to provide advance notice to Directors of any potential conflict of interest.

A Director inquired into the circumstances resulting in the five ownership changes listed on the EOWA report. Staff provided their general understanding and assumptions about reasons for these changes.

Discussion ensued regarding common causation for ownership changes and practices for tracking and reporting parcel ownership to best inform the Directors of potential conflicts.

Staff noted that the parcel identification report is preliminary and listings should be expected to change. The Record Owner Reports are as of publication and also subject to change. Any potential conflict of interest would pertain to the Record Owner at the time of acquisition, for parcels that are ultimately acquired.

Directors discussed a workers' compensation settlement.

General Counsel provided a summary of the workers' compensation matter of Alfonso DeVivo. A settlement amount of \$59,141.30 is being recommended by outside counsel. Mr. DeVivo has returned to work at the Tollway.

A Director asked if Mr. DeVivo is performing the same job responsibilities that had previously resulted in injury. **Staff responded that this information would be provided.**

A Director asked for the name of Mr. DeVivo's workers' compensation hearing officer. **Staff responded that this information would be provided.**

Discussion ensued regarding practices for limiting Tollway liability from potential re-injury while complying with labor agreements and legislative mandates including the *Workers' Compensation Act* and the *Americans with Disabilities Act*.

Staff noted that outside counsel and the agency's workers' compensation administrator will be consulted to determine procedures for return-to-work of post-injury employees. **A presentation by outside counsel on workers compensation issues is planned for an upcoming committee meeting.**

Directors discussed litigation matters involving the Tollway.

General Counsel provided a summary and update on the Midwest Fence Corp. v. Illinois State Toll Highway Authority litigation.

[Discussions related to litigation and personnel matters are redacted.]

A Director inquired as to the status of the McHugh Construction DBE fraud matter. General Counsel responded that McHugh Construction will pay the United States and the State of Illinois \$12 million to resolve allegations of fraud on government programs designed to benefit women- and minority-owned sub-contractors under the terms of a civil settlement agreement. Additionally, McHugh agreed to implement a corporate compliance program, appoint a compliance officer, and be subject to an independent monitor for three years.

Directors met with Executive Director Lafleur regarding Personnel matters.

Directors met without Executive Director Lafleur regarding personnel matters.

At approximately 10:26 a.m., Chair Wolff called for a motion to re-enter the public session of the Regular Board Meeting. Director Peterson made the motion; seconded by Director D'Arcy. The motion was approved unanimously.

Minutes taken by: _____ /s/ on original
Christi Regnery
Board Secretary
Illinois State Toll Highway Authority

**THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY
MINUTES OF THE EXECUTIVE SESSION OF THE
REGULAR BOARD MEETING**

June 26, 2014

On June 26, 2014 at approximately 10:05 a.m., the Board of Directors met in Executive Session to discuss certain matters related to collective bargaining, real estate acquisition and litigation matters involving the Tollway, pursuant to Sections 2(c)(2), 2(c)(5) and 2(c)(11) of the Illinois *Open Meetings Act*.

[Bolded entries indicate issues which may require follow-up to present or report to the Board.]

Directors Present:

Chair Paula Wolff

Director Jim Banks

Director Terry D’Arcy

Director Earl Dotson

Director David Gonzalez

Director Mark Peterson

Director Jeff Redick

Director Jim Sweeney

Staff present for all or portions of the meeting:

Kristi Lafleur (Executive Director)

Michael Stone (Chief of Staff)

Rocco Zuccherro (Deputy Chief of Eng. for Planning)

David Goldberg (General Counsel)

Directors discussed Land Acquisitions.

Staff provided a summary table of the Elgin O’Hare Western Access Project (“EOWA”) and the Jane Addams Memorial Tollway (I-90) parcel identification reports noting the addition of four parcels, with one ownership change, on the EOWA report and the addition of seven parcels, with one ownership change, on the I-90 report.

A Director asked if it is unusual to have an ownership change subsequent to approval. Staff responded that ownership changes are not uncommon.

Directors discussed collective bargaining.

[Discussion redacted related to collective bargaining negotiations.]

Directors discussed a litigation matter.

Staff provided background and updated information on investigations, worker's compensation claims, and additional litigation related to a former employee.

[Discussions related to litigation and personnel matters are redacted.]

At approximately 11:05 a.m., Chair Wolff called for a motion to re-enter the public session of the Regular Board Meeting. Director Gonzalez made the motion; seconded by Director D'Arcy. The motion was approved unanimously.

Minutes taken by: _____ /s/ on original
Christi Regnery
Board Secretary
Illinois State Toll Highway Authority

**THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY
MINUTES OF THE EXECUTIVE SESSION OF THE
REGULAR BOARD MEETING**

July 24, 2014

On July 24, 2014 at approximately 10:15 a.m., the Board of Directors met in Executive Session to discuss Tollway matters related to personnel matters, real property acquisition, sale and purchase of securities, and litigation matters pursuant to Sections 2(c)(1), 2(c)(5), 2(c)(7) and 2(c)(11) of the Illinois *Open Meetings Act*.

[Bolded entries indicate issues which may require follow-up to present or report to the Board.]

Directors Present:

Chair Paula Wolff
Director Terry D’Arcy
Director Earl Dotson
Director David Gonzalez
Director Jeff Redick
Director Jim Sweeney
Director Tom Weisner

Staff present for all or portions of the meeting:

Kristi Lafleur (Executive Director)
Michael Stone (Chief of Staff)
Paul Kovacs (Chief Engineer)
David Goldberg (General Counsel)
Michael Colsch (Chief of Finance)
Joanne Fehn (Land Acquisition Manager)
Jennifer Bugaj (Assistant Attorney General)
Robert Lane (Senior Assistant Attorney General)
William O’Connell (Debt Manager)

Directors discussed Land Acquisitions.

[Attorney discussions of land acquisition redacted.]

Directors discussed a litigation matter.

Staff provided background on a federal suit filed in the northern District of Ohio, a suit seeking class action status in which all the Directors are named as defendants. The plaintiff claims Illinois’ open road tolling and violation system is unfair to non-Illinois residents. The Tollway is working with local counsel in Ohio, addressing the lack of merit of the claim and alternatively requesting the case be transferred to Illinois. Staff stated that outside counsel has been retained and that the Board will be kept apprised of status in the case.

[Discussion related to litigation and litigation strategy are redacted.]

Directors discussed an SEC Matter.

Staff reported that the Securities and Exchange Commission (“SEC”) announced in March a six-month (expiring September 10, 2014) voluntary reporting program entitled the Municipalities Continuing Disclosure Cooperation (“MCDC”) initiative for municipal securities issuers and underwriters with the goal of encouraging market information transparency from the municipal sector. Staff stated that the MCDC initiative is designed to encourage self-reporting of instances where issuers may have materially misrepresented compliance with disclosure requirements.

Staff then provided background information on the evolution of SEC reporting requirements and the regulation of municipal bond issuers.

A Director inquired if private sector bond issuers fall under the same regulatory authority. Staff responded that corporate issuers are directly regulated by the SEC.

[Discussions related to litigation and the sale and purchase of securities are redacted.] A Director inquired as to the underwriters’ responsibility relative to the issuance of a Public Offering Statement. Staff responded that underwriters have an obligation to perform due diligence and are also subject to the MCDC initiative and SEC disclosure requirements.

[Discussions related to litigation and the sale and purchase of securities are redacted.] Staff stated that an entity which self-reports would be subject to an SEC consent decree with assurance of no fine, and a settlement offer with terms stating that the entity does not admit or deny guilt with respect to the charge. *[Discussions related to litigation and the sale and purchase of securities are redacted.]* Director Weisner left the meeting at 11:50 a.m.

A Director inquired into the obligations of the issuer and the underwriter in regards to compliance with disclosure requirements. Staff responded that subsequent to the bond issuance, reporting as part of the continuing disclosure undertaking is the responsibility of issuer. The obligation of the underwriter is to validate the issuer’s past and present compliance at the time of issuance. Discussion then continued regarding the assignation of responsibility in regards to compliance.

[Discussions related to litigation and the sale and purchase of securities are redacted.] Due to time constraints, Directors agreed that discussion of Legal Items 7 and 8 would be deferred to the August meeting. A Director requested the names of the attorneys and the arbitrators involved in the workers' compensation matters in Legal Items 7 and 8. There was discussion regarding the materiality of this information and at what level of detail the Board should be involved. **Staff responded that this information can be provided.**

Directors discussed a Department of Labor matter.

Staff briefed the Board on a matter with the Illinois Department of Labor ("DOL") related to the traffic crash in January of 2014 involving a tractor trailer which hit a Tollway vehicle and State Police cruiser, killing a Tollway worker and seriously injuring a State Trooper. The Illinois Department of Labor has been investigating the incident over the course of the last six months, and preliminary citations relating to Tollway performance and procedures were received the week of July 14, 2014. Staff further stated that the nature of the citations was unexpected.

Legal counsel provided information about contestability of citations and steps taken to comply with DOL requirements for public posting of the citations.

Discussion ensued on the content and merits of the citations, with staff detailing multiple training sessions with Tollway employees and Illinois State Police on incident management and safety zones. Staff added that the Tollway holds monthly traffic and safety meetings to discuss traffic incidents, best practices, and roadway conditions.

A Director asked if the way in which the citations are written exposes the Tollway to liability. General Counsel provided legal guidance in this area.

Staff expressed concern regarding the effect of the citation on Tollway employees. Staff stated that the citations were posted with a companion message from the Tollway and managers were made available for any employees who had questions. Staff reported that after initially instructing the Tollway to publically post the citations, and the Tollway complying with that request, the DOL legal counsel indicated that posting of the citation was not required. Staff further stated that, although the DOL informed the Tollway such a posting was not required, the Tollway chose to leave the posting in place. A Director expressed concern that Tollway employees may develop an incorrect perception they have been improperly trained and protected.

A Director inquired if the Illinois State Police is a subject of the DOL investigation. Staff responded that the Tollway was the only subject of the investigation that resulted in these citations.

A Director inquired into communications with the DOL. Staff provided a summary of interactions with DOL personnel.

A Director inquired into reaction from Tollway employees or labor representatives regarding the citation related to safety zones and training. Staff stated that feedback, gathered informally, consisted most commonly of confusion as to the basis for DOL findings related to safety aspects of the scene where the fatality occurred.

Directors were updated on litigation matters.

General Counsel stated that in the case of former employee, Mr. Joseph Caffarello, who filed a multi-count complaint against the Tollway, the Tollway Inspector General and State Representative Rita Mayfield, the Federal Court has dismissed all complaints but for the complaint regarding discrimination based on national origin. This remaining complaint proceeds against the Tollway and Tollway Inspector General. All complaints against Rep. Mayfield were dismissed.

General Counsel then briefed Directors regarding a settlement with a former employee, Mr. Anthony Ford, discussed at the July, 2014 Board meeting, by stating that the proposed settlement was accepted and all ancillary issues have been resolved.

A Director inquired into the sensitivity of parcel maps provided to Directors for discussion during Executive Session. Staff stated the maps provided are confidential, but a similar document, which was not confidential, could be provided.

At approximately 1:05 p.m., Chair Wolff called for a motion to re-enter the public session of the Regular Board Meeting. Director Redick made the motion; seconded by Director Gonzalez. The motion was approved unanimously.

Minutes taken by: _____ /s/ on original

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority

**THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY
MINUTES OF THE EXECUTIVE SESSION OF THE
REGULAR BOARD MEETING**

August 28, 2014

On August 28, 2014 at approximately 10:48 a.m., the Board of Directors met in Executive Session to discuss certain matters related to personnel matters, collective bargaining negotiations, real property acquisition, sale of securities, and litigation matters involving the Tollway, pursuant to Sections 2(c)(1), 2(c)(2), 2(c)(5), 2(c)(7) and 2(c)(11) of the Illinois *Open Meetings Act*.

[Bolded entries indicate issues which may require follow-up to present or report to the Board.]

Directors Present:

Chair Paula Wolff
Director James J. Banks
Director Terry D’Arcy
Director Earl Dotson, Jr.
Director David Gonzalez
Director Jeff Redick
Director James Sweeney
Director Tom Weisner

Staff present for all or portions of the meeting:

Kristi Lafleur (Executive Director)
Mike Colsch (Chief of Finance)
Rocco Zucchero (Deputy Chief of Eng. for Planning)
Joanne Fehn (Land Acquisition Manager)
David Goldberg (General Counsel)
David Wilson (Sr. Asst. Attorney General)
Director Mark Peterson (departed at 10:55 a.m.)

Directors discussed Land Acquisitions.

Staff provided a summary table of the Elgin O’Hare Western Access Project (“EOWA”) and the Jane Addams Memorial Tollway (I-90) parcel identification reports noting the addition of four parcels on the EOWA report and the addition of four parcels on the I-90 report.

Chair Wolff then inquired of Directors whether any are aware of a conflict of interest that might preclude them from participating in the next item for discussion, an Administrative Settlement request. Hearing none, Chair Wolff asked staff to proceed.

Staff presented a request for Administrative Settlement between the Tollway and the Metropolitan Water Reclamation District of Greater Chicago (“MWRD”). Staff stated that the Tollway needs to acquire two parcels from the MWRD in order to facilitate construction of the Elmhurst Road Interchange on the Jane Addams Memorial Tollway (I-90). The respective parties have each had appraisals conducted of the properties. An Administrative Settlement between the parties is proposed at a cost which is the mid-point between the respective appraisals. Staff is recommending the proposed settlement in order to move forward with acquisition of the parcels.

A Director inquired whether management was comfortable with the recommendation. Staff responded affirmatively.

Directors discussed collective bargaining.

[Discussion redacted related to collective bargaining negotiations.]

[Director Peterson departs the meeting at 10:55 a.m.]

[Sr. Asst. Attorney General Dave Wilson departs at approximately 11:15 a.m.]

[Secretary’s note: Due to a technical issue the final approximately 20 minutes of the Executive Session Meeting was not recorded. Minutes were taken throughout by the Board Secretary. During such time, no action was taken by the Board except a motion to re-enter the public meeting as noted below.]

Directors discussed an SEC matter.

Staff provided an update on the Securities and Exchange Commission (“SEC”) Municipalities Continuing Disclosure Cooperation (“MCDC”) initiative for municipal securities issuers and underwriters. Staff stated that reporting deadlines are September 10th for underwriters/banks and have been extended to December 1st for issuers/municipalities, *[Discussions related to litigation and the sale and purchase of securities are redacted.]*

Directors discussed a Department of Labor matter.

Staff briefed the Board on a matter with the Illinois Department of Labor (“DOL”). Staff stated that DOL investigators have issued the Tollway three citations relating to performance and procedures arising from a traffic crash in January of 2014

involving a semi-truck which hit a Tollway vehicle and State Police cruiser, killing a Tollway worker and seriously injuring a State Trooper. The Tollway has strongly disputed two of the findings related to safety zones, and informal discussions and proposals for resolving have occurred, but further appeal to DOL General Counsel is likely going to be required.

Directors discussed workers' compensation settlements.

General Counsel stated that both of the workers' compensation matters of Joseph Colello and Ronald Lullo, as well as the proposed litigation settlement with Rosa Martinez were negotiated by counsel and recommended for settlement. General Counsel noted that each of the negotiated settlements were below the expected range of potential litigation exposure.

A Director inquired if Mr. Lullo had returned to work. Staff responded that the employee had returned to light duty.

There being no further questions, at approximately 11:45 a.m., Chair Wolff called for a motion to re-enter the public session of the Regular Board Meeting. Director D'Arcy made the motion; seconded by Director Banks. The motion was approved unanimously.

Minutes taken by: _____ /s/ on original
Christi Regnery
Board Secretary
Illinois State Toll Highway Authority

**THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY
MINUTES OF THE EXECUTIVE SESSION OF THE
REGULAR BOARD MEETING**

September 25, 2014

On September 25, 2014 at approximately 10:12 a.m., the Board of Directors met in Executive Session to discuss Tollway matters related to personnel matters, collective bargaining negotiation matters, real property acquisition, and litigation matters pursuant to Sections 2(c)(1), 2(c)(2), 2(c)(5) and 2(c)(11) of the Illinois *Open Meetings Act*.

[Bolded entries indicate issues which may require follow-up to present or report to the Board.]

Directors Present:

Chair Paula Wolff

Director James J. Banks

Director Terry D'Arcy

Director Earl Dotson, Jr.

Director David Gonzalez

Director Mark Peterson

Director Jeff Redick

Director Tom Weisner

Staff present for all or portions of the meeting:

Kristi Lafleur (Executive Director)

Mike Stone (Chief of Staff)

Mike Colsch (Chief of Finance)

Elizabeth Looby (Deputy General Counsel)

David Wilson (Sr. Asst. Attorney General)

Directors discussed collective bargaining.

Staff provided an update on the collective bargaining negotiations and the tentative agreement reached with the Service Employees International Union ("SEIU"), Local 73. Staff reported that the SEIU membership recently voted to ratify the agreement and staff is recommending the Board approve the terms of the Collective Bargaining Agreement with SEIU.

[Discussions redacted related to continuing collective bargaining negotiations.]

Staff then provided a summary of key terms of the Collective Bargaining Agreement that include a five-year contract term with roughly 2% annual wage increases, a doubling of the employee health insurance premium contribution by the final year

(with exception of the Blue Advantage Plan), termination of the use of non-revenue transponders for commuting purposes with limited exceptions, and language modifications that address issues related to money room truck driver overtime.

[Discussions redacted related to continuing collective bargaining negotiations.]

Directors indicated their support of the resolution ratifying the Collective Bargaining Agreement with SEIU. Directors thanked staff for their efforts in achieving the agreement.

Staff then updated the Board on negotiations with the American Federation of State County Municipal Employees (“AFSCME”). Staff provided current collective bargaining negotiation objectives and requested of the Board their reaffirmation of goals relative to wage increases, employee healthcare contribution and transponder use. *[Discussions redacted related to continuing collective bargaining negotiations.]* A Director asked how many Tollway employees are represented by labor unions. Staff responded that there are approximately 570 employees represented by the SEIU, approximately 280 employees represented by AFSCME, approximately 440 employees represented by the Teamsters, and fewer than ten employees represented by the Metropolitan Alliance of Police (“MAP”) units.

Directors discussed a Department of Labor matter.

Staff provided background and updated the Board on a matter with the Illinois Department of Labor (“DOL”). The matter involves preliminary, but disputed, citations issued to the Tollway arising from a traffic crash in January of 2014 that resulted in the death of a Tollway worker. Deputy General Counsel reported this matter has tentatively been resolved with the DOL in a way that will amend the citations and remove any suggestion that the Tollway has culpability for the accident. The language of the settlement agreement is being finalized but will emphasize training and the availability of safety materials in the field for all Tollway employees and other incident responders. Staff noted other issues still to be finalized center on what type of continuing “consultation” the DOL may require regarding safety practices.

A Director asked how long the proposed agreement with the DOL, if finalized, is required to be publicly posted by the Tollway. Staff responded three days.

A Director inquired about continuing investigations of the trucking company and pending litigation arising from the accident. Staff responded that litigation is pending, enhancing the importance of addressing the initial DOL findings.

Directors discussed litigation matters.

Staff, and particularly Deputy General Counsel, provided background and updated the Board on a wrongful termination claim made by former employees, husband and wife, that involved investigations conducted by the Office of Inspector General (“OIG”). Staff stated that one of these former employees has also filed a workers’ compensation claim.

[Discussions related to litigation and personnel matters are redacted.]

A Director inquired about the facts of the workers’ compensation claim. Staff provided the circumstances of the injury claimed.

[Discussions related to litigation and personnel matters are redacted.] Staff then provided background and updated the Board on the case of former employee, Mr. Joseph Caffarello, who filed a multi-count complaint against the Tollway, the Tollway Inspector General and State Representative Rita Mayfield. Staff stated that the Federal Court has dismissed all counts but for the count regarding discrimination based on national origin. This remaining count proceeds against the Tollway and Tollway Inspector General. Staff stated that the claimant’s new attorney has indicated settlement is available for an amount, substantially less than the projected cost of defending a discrimination claim.

Directors and staff discussed the facts and merits of the case, litigation costs, case scenarios and risks, as well as options for proceeding.

A Director inquired about the Tollway’s loss exposure should the plaintiff prevail in this matter. **Staff responded that this information would be provided.**

A Director inquired if the OIG carries separate civil litigation insurance or has other resources to address these legal matters independently of the Tollway. Staff responded in the negative.

Directors indicated that the matter requires further deliberation. The Directors stated that because action is required prior to the next Board or Committee meeting that

senior management should deliberate further to determine the best course of action while keeping the Board informed.

A Director inquired about oversight over, and the term of, the Tollway's Inspector General ("IG"). Staff responded that the IG has a five year term and reports to the Board but is intended to operate independently. Staff added that the IG is appointed by the Governor and confirmed by the Illinois Senate.

Directors discussed land acquisition matters.

Staff updated the Board regarding land acquisition activities around O'Hare International Airport required for the Elgin O'Hare Western Access Project ("EOWA"), noting an upcoming meeting scheduled with O'Hare leadership regarding land acquisition.

Directors met with Executive Director Lafleur regarding personnel matters.

Directors met without Executive Director Lafleur regarding personnel matters.

There being no further questions, at approximately 11:22 a.m., Chair Wolff called for a motion to re-enter the public session of the Regular Board Meeting. Director D'Arcy made the motion; seconded by Director Peterson. The motion was approved unanimously.

Minutes taken by: _____ /s/ on original

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority

**THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY
MINUTES OF THE EXECUTIVE SESSION OF THE
FINANCE, ADMINISTRATION AND OPERATIONS
COMMITTEE MEETING**

October 15, 2014

On October 15, 2014 at approximately 10:15 a.m., the Committee of Directors met in Executive Session to discuss litigation matters involving the Tollway, pursuant to Section 2(c)(11) of the Illinois *Open Meetings Act*.

[Bolded entries indicate issues which may require follow-up to present or report to the Board.]

Directors Present:

Committee Chair Mark Peterson

Director Terry D’Arcy

Director David Gonzalez

Staff present for all or portions of the meeting:

Kristi Lafleur (Executive Director)

Michael Stone (Chief of Staff)

David Goldberg (General Counsel)

Jennifer Bugaj (Asst. Attorney General)

Directors discussed litigation matters involving the Tollway.

Staff provided background and apprised the Committee of the potential for settlement in the matter of James Kroupa v. Brian Elhenicky and Illinois State Toll Highway Authority related to an accident involving a Tollway snowplow truck. Staff recommended that the negotiated proposed settlement of up to \$150,000 be accepted.

A Director inquired about the circumstances that resulted in the accident occurring off of Tollway property. Staff responded that the Tollway snowplow truck driver was turning around, utilizing the prescribed route for the snowplow duties he was assigned, when the accident occurred.

A Director inquired if the Tollway driver is still employed by the Tollway. Staff responded affirmatively, noting that as a result of this incident a written warning was issued to the driver by his supervisor.

A Director asked if there have been additional incidents involving the Tollway driver since this accident. Staff responded that they are not aware of any subsequent incidents.

Directors discussed a workers' compensation settlement.

General Counsel provided a summary of the workers' compensation matter of Victor Storino. General Counsel provided the recommendation of outside counsel to settle this workers' compensation claim in an amount in the range of \$117,000 to \$130,000. General Counsel stated that a tentative settlement has been agreed upon with claimant's counsel for \$120,000 and recommended to the Committee that the proposed settlement be accepted.

A Director inquired if Mr. Storino is still employed with the Tollway. General Counsel responded affirmatively.

At approximately 10:25 a.m., Committee Chair Peterson called for a motion to re-enter the public session of the Finance, Administration and Operations Committee Meeting. Director D'Arcy made the motion; seconded by Director Gonzalez. The motion was approved unanimously.

Minutes taken by: _____ /s/ on original

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority

**THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY
MINUTES OF THE EXECUTIVE SESSION OF THE
REGULAR BOARD MEETING**

October 23, 2014

On October 23, 2014 at approximately 10:35 a.m., the Board of Directors met in Executive Session to discuss Tollway matters related to personnel matters, real property acquisition, sale of securities, and litigation matters, pursuant to Sections 2(c)(1), 2(c)(5), 2(c)(7) and 2(c)(11) of the Illinois *Open Meetings Act*.

[Bolded entries indicate issues which may require follow-up to present or report to the Board.]

Directors Present:

Chair Paula Wolff
Director James J. Banks
Director Terry D’Arcy
Director Earl Dotson, Jr.
Director David Gonzalez
Director Mark Peterson
Director Jeff Redick
Director James Sweeney
Director Tom Weisner

Staff present for all or portions of the meeting:

Kristi Lafleur (Executive Director)
Mike Stone (Chief of Staff)
Mike Colsch (Chief of Finance)
David Goldberg (General Counsel)
Joanne Fehn (Land Acquisition Manager)

Directors discussed Land Acquisitions.

Staff provided a summary table of the Elgin O’Hare Western Access Project (“EOWA”) and the Jane Addams Memorial Tollway (I-90) parcel identification reports noting the addition of eight parcels on the EOWA report and one ownership change and the addition of one parcel on the I-90 report.

[Discussions related to land acquisition are redacted.]

Directors discussed an SEC matter.

[Discussions related to litigation and the sale and purchase of securities are redacted.]

Directors discussed a Department of Labor matter.

Staff provided background and an update to the Board on a matter with the Illinois Department of Labor (“DOL”). The matter involves three citations issued to the Tollway relating to performance and procedures arising from a traffic crash in January of 2014 that resulted in the death of a Tollway worker. Staff reported that the Tollway has reached a consent decree with the DOL whereby the Tollway has agreed to provide streamlined protocol materials, for ease of use, to field workers, and additionally to provide Class-3 reflective safety vests to all field workers assigned hours after dusk.

Directors discussed litigation matters.

Staff provided background and an update on the case of former employee, Mr. Joseph Caffarello, whose complaint, with a single remaining count regarding discrimination based on national origin, proceeds against the Tollway and Tollway Inspector General (“IG”).

[Discussions related to litigation and litigation strategy are redacted.]

A Director inquired regarding the current status of the case. Staff responded that the Tollway was granted a 30-day extension to consider the settlement demand and that action will be required in November.

A Director inquired what portion of the settlement the claimant is to receive. Staff responded that intentions for division of the settlement are not known.

A Director asked for confirmation that the claimant would not be offered reinstatement as part of the settlement. Staff confirmed.

A Director asked for confirmation that the settlement terminates claims against both the Tollway and the IG. Staff confirmed.

[Discussions related to litigation and litigation strategy are redacted.]

General Counsel stated that no formal action is required from the Board due to the dollar amount, but asked for the endorsement of the Board to move forward with

settlement. The Board expressed their sentiment in favor of accepting the proposed settlement in this matter.

Directors met with Executive Director Lafleur regarding personnel matters.

Directors met without Executive Director Lafleur regarding personnel matters.

There being no further questions, at approximately 11:12 a.m., Chair Wolff called for a motion to re-enter the public session of the Regular Board Meeting. Director Peterson made the motion; seconded by Director Weisner. The motion was approved unanimously.

Minutes taken by: _____ /s/ on original

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority