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Record of Closed Meeting | December 15, 2016

The Illinois State Toll Highway Authority (the "Tollway") Board of Directors met in Executive Session at approximately 10:03 a.m. on Thursday, December 15, 2016 to discuss Tollway matters related to the purchase of real property, potential or pending litigation, and the minutes of closed meetings, pursuant to exceptions provided in Sections 2(c)5, 2(c)11, and 2(c)21 of the Illinois *Open Meetings Act*.

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

Executive Session Attendance

Board Members Present:	Staff Present for all or portions of the Meeting:
Chairman Bob Schillerstrom	Greg Bedalov (Executive Director)
Director Jim Banks	David Goldberg (General Counsel)
Director Corey Brooks	Rocco Zuccherro (Chief Planning Officer)
Director Earl Dotson, Jr.	Christi Regnery (Board Secretary)
Director Joe Gomez	
Director Craig Johnson	
Director Vazquez Rowland	

Directors discussed the minutes of a closed session meeting

Chairman Schillerstrom raised for consideration the Minutes of the Executive Session of the Board of Directors meeting held on November 17, 2016. He inquired of the Board whether there are any questions, concerns or requests for amendment.



In response to a Director's question, Chairman Schillerstrom explained that the minutes of closed session meetings are raised in Executive Session, prior to the Board acting on them in public session, in order to provide members an opportunity to discuss or amend their contents in a forum appropriate to their confidential nature. He clarified that the minutes of closed session meetings remain confidential until they are reviewed semi-annually and a determination is made by the Board that specific contents are appropriate for public release.

Hearing nothing further, Chairman Schillerstrom advised that Board action on the Minutes of the Executive Session will occur upon return to the regular session of the Meeting.

Directors discussed land acquisition activities and related pending litigation

Final Settlement of Condemnation Litigation - Parcel EO-1A-12-024 (Legal Item 1): Staff provided a summary of a condemnation action filed by the Tollway which seeks fee taking of 6,269 square feet of commercial property located in DuPage County, parcel EO-1A-12-024, needed in connection with the Elgin O'Hare Western Access ("EOWA") Project. Staff explained that order vesting title was previously obtained in 2013 by ruling of a quick take condemnation hearing and upon the Tollway's deposit of preliminary just compensation, as determined by the court, in the amount of \$120,000. Staff advised that a significant issue remained how to value this corner lot property due to loss of access rights to Rohlwing Road. Staff reported that the Tollway is now in receipt of the final settlement report [*Discussion related to land acquisition and litigation strategy are redacted.*] in the amount of \$375,000 [*Discussion related to land acquisition and litigation strategy are redacted.*] the Legal Department and the Land Acquisition Manager are recommending approval of a final settlement in this amount.

A Director inquired about the seemingly lengthy time needed to resolve the condemnation action. Staff responded that following a quick-take procedure (whereby the Tollway promptly obtains legal title), it is not uncommon for the parties to take several years to reach agreement on the final award of compensation.

[Mr. Zucchero departed the Executive Session at this time.]

Directors discussed a workers' compensation settlement

A Workers' Compensation Settlement – Sam DeMaria (Legal Item 3): General Counsel provided a summary of the workers' compensation claim by Sam DeMaria for accepted injuries sustained to his right arm and shoulder while performing his duties as an equipment operator/laborer. He reported that a negotiated settlement between the parties has been reached for \$78,000. He advised that both the Legal Department and outside counsel are recommending



approval of the settlement agreement reached. Staff noted that Mr. DeMaria was returned to work in a full duty capacity.

A Director asked the age of the claimant in the matter. Staff responded that Mr. DeMaria was 58 years old at the time of injury.

The Board expressed consensus in support of authorizing settlement of the workers' compensation matter as presented.

Directors discussed land acquisition activities and related pending litigation

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

A Director requested talking points on the matter. **Staff responded that talking points will be updated and distributed to the Board.**

Re-Enter Public Session

There being no further business requiring Executive Session, Chairman Schillerstrom called for a motion to re-enter the public session of the regular Board Meeting. Director Johnson made such a motion; seconded by Director Gomez. Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Gomez, Director Banks, Director Brooks, Director Dotson, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

The Executive Session concluded at approximately 10:35 a.m.

Minutes taken by: _____ /s/ on original

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority



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Record of Closed Meeting | January 26, 2017

The Illinois State Toll Highway Authority (the "Tollway") Board of Directors met in Executive Session at approximately 10:16 a.m. on Thursday, January 26, 2017 to discuss Tollway matters related to the performance of specific employees, purchase of real property, potential or pending litigation, and the minutes of closed meetings, pursuant to exceptions provided in Sections 2(c)1, 2(c)5, 2(c)11, and 2(c)21 of the Illinois *Open Meetings Act*.

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

Executive Session Attendance

Board Members Present:	Staff Present for all or portions of the Meeting:
Chairman Bob Schillerstrom	Greg Bedalov (Executive Director)
Director Jim Banks	David Goldberg (General Counsel)
Director Earl Dotson, Jr.	Rocco Zuccherro (Chief Planning Officer)
Director Joe Gomez	Mike Woodward (Land Acquisition Manager)
Director Gonzalez	Christi Regnery (Board Secretary)
Director Craig Johnson	
Director Vazquez Rowland	
Director Sweeney	

Directors discussed the minutes of a closed session meeting

Chairman Schillerstrom raised for consideration the Minutes of the Executive Session of the Board of Directors meeting held on December 15, 2016. He inquired of the Board whether there are any questions, concerns or requests for amendment. Hearing nothing, Chairman



Minutes of the
Executive Session of the Board of Directors Meeting

Schillerstrom advised that Board action on the Minutes of the Executive Session will occur upon return to the regular session of the Meeting.

Directors discussed land acquisition activities

[Discussions related to land acquisition are redacted.]

[Mr. Zucchero and Mr. Woodward departed the Executive Session at this time.]

Directors discussed land acquisition activities and related pending litigation

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

Re-Enter Public Session

There being no further business requiring Executive Session, Chairman Schillerstrom called for a motion to re-enter the public session of the regular Board Meeting. Director Johnson made such a motion; seconded by Director Banks. Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Vazquez Rowland, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

The Executive Session concluded at approximately 10:34 a.m.

Minutes taken by: _____ /s/ on original

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority



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Record of Closed Meeting | February 23, 2017

The Illinois State Toll Highway Authority (the "Tollway") Board of Directors met in Executive Session at approximately 10:15 a.m. on Thursday, February 23, 2017 to discuss Tollway matters related to the performance of specific employees, collective bargaining, purchase of real property, security procedures for the safety of employees or public property, potential or pending litigation, and the minutes of closed meetings, pursuant to exceptions provided in Sections 2(c)1, 2 (c)2, 2(c)5, 2(c)8, 2(c)11, and 2(c)21 of the Illinois *Open Meetings Act*.

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

Executive Session Attendance

Board Members Present:	Staff Present for all or portions of the Meeting:
Chairman Bob Schillerstrom	Greg Bedalov (Executive Director)
Director Jim Banks	David Goldberg (General Counsel)
Director Corey Brooks	Kevin Artl (Chief of Staff)
Director Earl Dotson, Jr.	Christi Regnery (Board Secretary)
Director Joe Gomez	T.J. Hengesbach (Inspector General)
Director Gonzalez	
Director Craig Johnson	
Director Vazquez Rowland	
Director Sweeney	

Directors discussed the Inspector General's Summary Activity Report



Chairman Schillerstrom introduced T.J. Hengesbach, Tollway Inspector General, to provide a briefing for the Board on items likely to be included in the Office of Inspector General's ("OIG's") Summary Activity Report (to be formally presented in March), which is conveyed semi-annually to the Tollway Board, the Office of the Governor and the Illinois General Assembly, pursuant to requirements of the *Toll Highway Act*. He explained that a preview of the report for the period of September 1, 2016 to February 28, 2017 is being provided in Executive Session to allow Directors an opportunity for discussion of personnel and security issues not appropriate for public session.

Mr. Hengesbach prefaced his briefing with an update on an OIG administrative matter, noting that two OIG investigators have recently resigned and efforts are underway to fill these positions. Mr. Hengesbach then summarized a memo distributed to Board members detailing nine OIG investigations which resulted in corrective or disciplinary actions to Tollway personnel, ranging from employee discharge/termination to verbal reprimands.

Mr. Hengesbach also commented on practices related to personnel who may be associated with cash shortages in toll audits, or receipt of gratuities or gifts in the performance of Tollway duties.

A Director, referencing an item which concerns the agency's policy on secondary employment, asked whether appropriate disclosure by an employee of secondary employment avoids the potential of policy violation. Mr. Hengesbach responded that in addition to disclosure, agency approval of secondary employment is required, and any potential conflict of interest or conflict of commitment is prohibited. He advised that in this regard, the OIG has suggested revisions to the Tollway's secondary employment request and approval process.

In reference to an item which found that an employee utilizing Tollway vehicles had failed to notify the agency of their driver's license suspension, Mr. Hengesbach advised that the OIG has recommended revisions to the Tollway's procedure for verifying employees' drivers' licenses with the Secretary of State, including that license verifications be executed more frequently than quarterly.

[Mr. Hengesbach departed the Executive Session at this time.]

Directors discussed the minutes of a closed session meeting

Chairman Schillerstrom raised for consideration the Minutes of the Executive Session of the Board of Directors meeting held on January 26, 2017. He inquired of the Board whether there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Schillerstrom advised that Board action on the Minutes of the Executive Session will occur upon return to the regular session of the Meeting.



Minutes of the
Executive Session of the Board of Directors Meeting

Directors discussed land acquisition activities and related pending litigation

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

Directors discussed security procedures for the safety of employees

Staff advised the Board that turnstiles are to be installed at the entrances to Tollway Headquarters to provide improved security (preventing building entry without appropriate credentials) and effective integration with the facility’s access control system.

A Director requested confirmation that concealed carry of handguns is prohibited at public Tollway buildings. Staff confirmed.

Re-Enter Public Session

There being no further business requiring Executive Session, Chairman Schillerstrom called for a motion to re-enter the public session of the regular Board Meeting. Director Johnson made such a motion; seconded by Director Banks. Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Vazquez Rowland, Director Sweeney, Chairman Schillerstrom (9)

Nays: None (0)

The motion was PASSED.

The Executive Session concluded at approximately 10:50 a.m.

Minutes taken by: _____ /s/ on original

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority



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Record of Closed Meeting | March 23, 2017

The Illinois State Toll Highway Authority (the "Tollway") Board of Directors met in Executive Session at approximately 11:06 a.m. on Thursday, March 23, 2017 to discuss Tollway matters related to collective bargaining, the purchase of real property, potential or pending litigation, and the minutes of closed meetings pursuant to exceptions provided in Sections 2(c)2, 2(c)5, 2(c)11, and 2(c)21 of the Illinois *Open Meetings Act*.

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

Executive Session Attendance

Board Members Present:
Chairman Bob Schillerstrom
Director Jim Banks
Director Corey Brooks
Director Earl Dotson, Jr.
Director Joe Gomez
Director Craig Johnson
Director Neli Vazquez Rowland
Director Jim Sweeney

Staff Present for all or portions of the Meeting:
Greg Bedalov (Executive Director)
David Goldberg (General Counsel)
Kevin Artl (Chief Operating Officer)
Elizabeth Oplawski (Deputy General Counsel)
John Donato (Chief of Procurement)
Christi Regnery (Board Secretary)

Directors discussed the minutes of a closed session meeting

Chairman Schillerstrom raised for consideration the Minutes of the Executive Session of the Board of Directors meeting held on February 23, 2017. He inquired of the Board whether there are any questions, concerns or requests for amendment. Hearing nothing, Chairman



Schillerstrom advised that Board action on the Minutes of the Executive Session will occur upon return to the regular session of the Meeting.

Directors discussed a litigation settlement

Litigation Settlement – *Guida v. ISTHA* (Legal Item 3): General Counsel provided background on the case of *Guida v. ISTHA*, a personal injury suit emanating from an accident that occurred in November of 2008 at the Plaza 19 toll collection facility. He explained that the Plaintiff was driving a Pace bus (as an employee of Academy Coach Lines) when it collided with the Tollway's iron gate used for access control, the end of which penetrated the bus causing significant injuries to the Plaintiff's ankle. He reported that the parties have recently reached a preliminary agreement, on the eve of trial, to settle all claims for \$60,000, *[Discussions related to litigation and litigation strategy are redacted.]* General Counsel advised that the Legal Department *[Discussions related to litigation and litigation strategy are redacted.]* is recommending approval of a global settlement as proposed.

The Board expressed consensus in support of authorizing settlement of the matter as presented.

Directors discussed land acquisition activities and related pending litigation.

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

Directors discussed potential litigation

Staff reported that a protest has been received by the state Chief Procurement Officer from a submitting firm, Xerox State & Local Solutions, Inc., which applied for award of Tollway contract 14-0065 for the purchase of automatic toll payment machines ("ATPMs"). Staff advised that the contract award to BIT Mobility Solutions LLC, approved by the Board at its February meeting, is therefore stayed pending resolution of the protest.

Directors and staff discussed the nature and prospects of the protest, potential succeeding litigation, and implication to the implementation schedule for ATPMs.

A Director inquired about a protest filed concerning the contract award for excavation of stockpiled soil (on property in process of acquisition by the Tollway) near the O'Hare Airport. Staff responded that the City of Chicago has the lead on the subject contract and is also responsible for administering the protest process, currently in progress.

Directors discussed pending litigation



Minutes of the
Executive Session of the Board of Directors Meeting

General Counsel reported that the Tollway has recently been served with a lawsuit by O'Hare Record Retention Center, Franklin Park, IL, claiming additional fees due them related to the retrieval by the agency, upon contract conclusion, of approximately 7000 storage boxes from their facility. Directors and staff then briefly discussed the facts and merits of the complaint.

Re-Enter Public Session

There being no further business requiring Executive Session, Chairman Schillerstrom called for a motion to re-enter the public session of the regular Board Meeting. Director Vazquez Rowland made such a motion; seconded by Director Dotson. Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Vazquez Rowland, Director Dotson, Director Banks, Director Brooks, Director Gomez, Director Johnson, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

The Executive Session concluded at approximately 11:29 a.m.

Minutes taken by: _____ /s/ on original

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority



Minutes of the
Executive Session of the Board of Directors Meeting

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Record of Closed Meeting | April 27, 2017

The Illinois State Toll Highway Authority (the "Tollway") Board of Directors met in Executive Session at approximately 11:52 a.m. on Thursday, April 27, 2017 to discuss Tollway matters related to the purchase of real property, potential or pending litigation, and the minutes of closed meetings pursuant to exceptions provided in Sections 2(c)5, 2(c)11, and 2(c)21 of the Illinois *Open Meetings Act*.

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

Executive Session Attendance

Board Members Present:
Chairman Bob Schillerstrom
Director Jim Banks
Director Earl Dotson, Jr.
Director David Gonzalez
Director Joe Gomez
Director Craig Johnson
Director Neli Vazquez Rowland
Director Jim Sweeney

Staff Present for all or portions of the Meeting:
Greg Bedalov (Executive Director)
Elizabeth Oplawski (Acting General Counsel)
Kevin Artl (Chief Operating Officer)
Bob Lane (Sr. Assistant Attorney General)
Paul Kovacs (Chief Engineering Officer)
Rocco Zuccherro (Deputy Chief of Engineering)
Mike Woodward (Land Acquisition Manager)
Christi Regnery (Board Secretary)

[Secretary's note: Due to operator error, the initial approximately two minutes of the Executive Session were not recorded. Minutes were taken throughout by the Board Secretary and during such time, no action was taken by the Board.]

Directors discussed the minutes of a closed session meeting



Chairman Schillerstrom raised for consideration the Minutes of the Executive Session of the Board of Directors meeting held on March 23, 2017. He inquired of the Board whether there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Schillerstrom advised that Board action on the Minutes of the Executive Session will occur upon return to the regular session of the Meeting.

Directors discussed land acquisition activities and related pending litigation

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

Land Acquisition Settlement – Rosemont Park District and Outfront Media, LLC, (Legal Item 5): *[Discussion related to land acquisition and litigation strategy are redacted.]* to fully settle this matter for the sum awarded for PJC of \$1,070,000. *[Discussion related to land acquisition and litigation strategy are redacted.]*

Director Banks stated that he wishes to recuse himself from participating in the decision regarding this item. Directors (not including Director Banks) and staff then discussed the comparable sales and income approach (predicated on billboard income) used to develop the appraisal values asserted. *[Discussion related to land acquisition and litigation strategy are redacted.]*

[Mr. Lane, Mr. Woodward, Mr. Zuccherro, Doug Felder and Mark Mathewson departed the Executive Session at this time.]

Directors discussed potential litigation.

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

The Board expressed consensus in support of authorizing the pre-litigation settlements as presented.

Directors discussed pending litigation.

Acting General Counsel provided a brief background on the case of *Reniece Wright v. ISTHA and Deborah Allen*, a recently filed Federal employment discrimination suit brought against the agency (and Ms. Allen in her official capacity) by a Tollway employee suspended for displaying a racially inappropriate note in the office. She advised the Board that the law firm of Laner Muchin, Ltd., has been engaged to represent the interests of the Tollway and Ms. Allen in this matter. *[Discussions related to litigation and personnel matters are redacted.]*



Executive Session of the Board of Directors Meeting

Acting General Counsel then provided a brief background on the case of *Robert Nelson v. Gina Harding and ISTHA*, a recently filed lawsuit emanating from an automobile accident. She explained that a police cruiser driven by Ms. Harding, an Illinois State Police District 15 Trooper performing her official duties at the time, collided with and caused damage to the Plaintiff's vehicle.

[Director Vazquez Rowland departed the Meeting at approximately 12:30 p.m.]

Re-Enter Public Session

There being no further business requiring Executive Session, Chairman Schillerstrom called for a motion to re-enter the public session of the regular Board Meeting. Director Banks made such a motion; seconded by Director Gomez. Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Gomez, Director Dotson, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

The Executive Session concluded at approximately 12:31 p.m.

Minutes taken by: _____ /s/ on original

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority