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## Record of Closed Meeting November 18, 2021

Pursuant to exceptions provided in Sections 2(c)1, 11 and 21 of the *Open Meetings Act* on Thursday, November 18, 2021 at approximately 11:09 a.m., the Tollway Board of Directors met telephonically in Executive Session to consider Tollway matters related to personnel, probable or pending litigation and the minutes of closed meetings.

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

## Executive Session Attendance

Board Members Present:	Staff Present for all or portions of the Meeting:
Chairman Willard S. Evans, Jr.	Kathleen R. Pasulka-Brown (General Counsel)
Director James Connolly	José Alvarez (Executive Director)
Director Stephen Davis	Christi Regnery (Board Secretary)
Director Alice Gallagher	William Pokorny (Partner, Franczek P.C.)
Director Jacqueline Gomez	
Director Karen McConnaughay	
Director Scott Paddock	
Director Gary Perinar	

## Directors discussed the minutes of a closed session meeting

Chairman Evans raised for consideration the Minutes of the Executive Session of the October 21, 2021 Board of Directors meeting and the Minutes of the Executive Session of the November 2, 2021 Special Board of Directors meeting. He inquired whether there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Evans advised the Board that action on the Minutes will occur upon return to the public session of the meeting.



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### **Directors discussed pending or probable litigation**

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General Counsel provided a summary of a potential litigation *[Discussions related to litigation and litigation strategy are redacted.]*

Directors and staff discussed *[Discussions related to litigation and litigation strategy are redacted.]*

*[Chairman Evans and Executive Director Alvarez departed and Mr. Pokorny entered Executive Session at this time.]*

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### **Directors met without Chairman Evans to discuss personnel matters**

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*[Discussions related to personnel matters are redacted.] [Mr. Pokorny departed Executive Session at this time.]*

*[Discussions related to personnel matters are redacted.][Ms. Pasulka-Brown departed and Mr. Pokorny re-entered the Executive Session at this time.]*

*[Discussions related to personnel matters are redacted.] [Mr. Pokorny departed Executive Session at this time.]*

*[Discussions related to personnel matters are redacted.] [Director Connolly departed Executive Session at this time.]*

*[Chairman Evans re-entered Executive Session.]*

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### **Re-Enter Public Session**

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There being no further Executive Session business, Chairman Evans entertained a motion to re-enter the public session of the regular Board Meeting. Director Davis made such a motion, seconded by Director Gomez. Chairman Evans asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Perinar, Director Davis, Director Gallagher, Director Gomez, Director McConnaughay, Director Paddock, Chairman Evans (7)

Nays: (0)

The motion PASSED.

The Executive Session concluded at approximately 1:03 p.m.



**ILLINOIS STATE TOLL HIGHWAY AUTHORITY**

Minutes of the  
**Executive Session of the Board of Directors Meeting**

Meeting Date  
**November 18**  
2021



Minutes taken by: \_\_\_\_\_  
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 December 16, 2021**

Pursuant to exceptions provided in Sections 2(c)1, 11, 21 and 29 of the *Open Meetings Act* on Thursday, December 16, 2021 at approximately 11:35 a.m., the Tollway Board of Directors met in Executive Session to consider Tollway matters related to personnel, probable or pending litigation, the minutes of closed meetings and internal audit controls.

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

**Executive Session Attendance**

<b>Board Members Present:</b>
Director James Connolly
Director Stephen Davis
Director Alice Gallagher
Director Jacqueline Gomez
Director Karen McConnaughay
Director Scott Paddock
Director Gary Perinar
Director James Sweeney

<b>Staff Present for all or portions of the Meeting:</b>
Kathleen R. Pasulka-Brown (General Counsel)
José Alvarez (Executive Director)
Christi Regnery (Board Secretary)
Shaun Farmer (Chief Internal Auditor)
Cassandra Rouse (Chief Operating Officer)

**Directors discussed internal audit controls**

Vice Chair Connolly inquired if there were any questions concerning internal audit controls related to the Audit Committee presentation. Directors and staff then discussed the condition and context of external audit findings related to I-9 forms, employee timecards and compliance with the Toll Highway Act relative to electric vehicle charging stations. Staff provided a progress report on corrective actions being taken to resolve the findings.



**Executive Session of the Board of Directors Meeting**

A Director inquired if the current Tollway By-Laws are in alignment with the Toll Highway Act. **General Counsel responded that she would review to ensure consistency.**

*[Discussions related to internal audit controls are redacted.]*

**Directors discussed pending or probable litigation**

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

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

**Re-Enter Public Session**

There being no further Executive Session business, Vice-Chair Connolly entertained a motion to re-enter the public session of the regular Board Meeting. Director Sweeney made such a motion, seconded by Director Davis. Vice Chair Connolly asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Davis, Director Gallagher, Director Gomez, Director McConnaughay, Director Paddock, Director Perinar, Director Connolly (8)

Nays: (0)

The motion PASSED.

The Executive Session concluded at approximately 12:50 p.m.

Minutes taken by: \_\_\_\_\_

Christi Regnery  
Board Secretary  
Illinois State Toll Highway Authority



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**Record of Closed Meeting January 20, 2022**

Pursuant to exceptions provided in Sections 2(c)1, 11, 21 and 29 of the *Open Meetings Act* on Thursday, January 20, 2021 at approximately 10:50 a.m., the Tollway Board of Directors met in Executive Session to consider Tollway matters related to personnel, probable or pending litigation, the minutes of closed meetings and internal audit controls.

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

**Executive Session Attendance**

Board Members Present:	Staff Present for all or portions of the Meeting:
Director James Connolly	Kathleen R. Pasulka-Brown (General Counsel)
Director Stephen Davis	José Alvarez (Executive Director)
Director Alice Gallagher	Christi Regnery (Board Secretary)
Director Jacqueline Gomez	Shaun Farmer (Chief Internal Auditor)
Director Karen McConnaughay	
Director Scott Paddock	
Director Gary Perinar	
Director James Sweeney	

**Directors discussed the minutes of closed session meetings**

Vice Chair Connolly raised for consideration the Minutes of the Executive Session of the November 18, 2021 Board of Directors meeting and the December 16, 2021 Board of Directors meeting and inquired whether there are any questions, concerns or requests for amendment. Hearing nothing, Vice Chair Connolly advised the Board that action on the Minutes will occur upon return to the public session of the meeting.



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### **Directors discussed the Executive Session minutes for public release**

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Vice Chair Connolly next raised for consideration the executive session minutes of the Tollway Board between April 2009 and November 2021 proposed for public release. He reminded Directors that, in accordance with the Open Meetings Act, the Board performs a semiannual review of the written minutes of all closed session meetings to determine if portions no longer require confidential treatment and should be made available for public inspection. He then inquired whether there are any questions or concerns regarding the contents of these minutes proposed and demarcated by General Counsel either for public release or continued redaction.

*[Discussions related to the minutes of closed meetings are redacted.]* Hearing no further questions, Vice Chair Connolly advised the Board that action on the minutes for public release will occur upon return to the public session of the meeting.

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### **Directors discussed land acquisition activities**

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**Identification of Real Estate Parcels (Legal Item 1):** Pursuant to the Tollway's obligation (arising from *ISTHA v. DiBenedetto*, 275 Ill. App. 3d 400, 405 (1st Dist. 1995)) to identify real estate interests it may need to acquire by condemnation, General Counsel provided a summary table for the Central Tri-State Project parcel identification report, noting the addition of fourteen (14) parcels.

*[Mr. Alvarez departs the Executive Session at this time.]*

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### **Directors discussed internal audit controls**

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*[Mr. Farmer enters the Executive Session at this time.]*

*[Discussions related to internal audit controls are redacted.]*

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### **Directors discussed pending or probable litigation**

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

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### **Directors discussed personnel**

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*[Discussions related to personnel matters are redacted.]*

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### **Re-Enter Public Session**

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*[Mr. Alvarez, Ms. Pasulka-Brown re-enter the Executive Session at this time.]*

There being no further Executive Session business, Vice-Chair Connolly entertained a motion to re-enter the public session of the regular Board Meeting. Director Sweeney made such a motion, seconded by Director Davis. Vice Chair Connolly asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Davis, Director Sweeney, Director Gallagher, Director Gomez, Director McConnaughay, Director Paddock, Director Perinar, Director Connolly (8)

Nays: (0)

The motion PASSED.

The Executive Session concluded at approximately 1:10 p.m.

Minutes taken by: \_\_\_\_\_

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 February 17, 2022**

Pursuant to exceptions provided in Sections 2(c)1, 11, 21 and 29 of the Open Meetings Act on Thursday, February 17, 2022 at approximately 12:00 p.m., the Tollway Board of Directors met in Executive Session to consider Tollway matters related to personnel, probable or pending litigation, the minutes of closed meetings and internal audit controls.

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

**Executive Session Attendance**

<b>Board Members Present:</b>	<b>Staff Present for all or portions of the Meeting:</b>
Director James Connolly	Kathleen R. Pasulka-Brown (General Counsel)
Director Stephen Davis	José Alvarez (Executive Director)
Director Jacqueline Gomez	Christi Regnery (Board Secretary)
Director Karen McConaughay	Bill Pokorny (Attorney)
Director Scott Paddock	Albert Sosa (HNTB)
Director Gary Perinar	
Director James Sweeney <i>[by telephone]</i>	

**Directors discussed pending or probable litigation**

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

**Directors discussed personnel matters**

*[Discussions related to personal matters are redacted.]*

**Directors discussed the minutes of closed session meetings**



Minutes of the  
**Executive Session of the Board of Directors Meeting**

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Vice Chair Connolly raised for consideration the Minutes of the Executive Session of the January 20, 2022 Board of Directors meeting and inquired whether there are any questions, concerns or requests for amendment. Hearing nothing, Vice Chair Connolly advised the Board that action on the Minutes will occur upon return to the public session of the meeting.

### **Re-Enter Public Session**

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There being no further Executive Session business, Vice-Chair Connolly entertained a motion to re-enter the public session of the regular Board Meeting. Director Sweeney made such a motion, seconded by Director McConnaughay. Vice Chair Connolly asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director McConnaughay, Director Davis, Director Gomez, Director Paddock, Director Perinar, Director Connolly (7)

Nays: (0)

The motion PASSED.

The Executive Session concluded at approximately 1:30 p.m.

Minutes taken by: \_\_\_\_\_

Christi Regnery  
Board Secretary  
Illinois State Toll Highway Authority



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### Record of Closed Meeting March 16, 2022

Pursuant to exceptions provided in Sections 2(c)1, 11, 21 and 29 of the Open Meetings Act on Wednesday, March 16, 2022 at approximately 1:05 p.m., the Tollway Board of Directors met in Executive Session to consider Tollway matters related to personnel, probable or pending litigation, the minutes of closed meetings and internal audit controls.

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

### Executive Session Attendance

Board Members Present:	Staff Present for all or portions of the Meeting:
Chair Dorothy Abreu	Kathleen R. Pasulka-Brown (General Counsel)
Director James Connolly	Christi Regnery (Board Secretary)
Director Stephen Davis	
Director Alice Gallagher	
Director Jacqueline Gomez	
Director Karen McConnaughay	
Director Scott Paddock	

### Directors discussed personnel matters

Chair Abreu reviewed with Directors the recent separation of Executive Director José Alvarez from the Tollway effective March 14, 2022. She further stated that she will work with Mr. Alvarez and outside counsel on a settlement, as outlined in the resignation, release and waiver of liability letter provided to Mr. Alvarez.

*[Discussions related to personnel matters are redacted.]*



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### **Directors discussed the minutes of closed session meetings**

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Chair Abreu raised for consideration the Minutes of the Executive Session of the February 17, 2022 Board of Directors meeting and inquired whether there are any questions, concerns or requests for amendment. A Director requested an amendment to the summary of the Brookens/Ross matter. Chair Abreu advised the Board that the amendment will be made and that action on the Minutes, as amended, will occur upon return to the public session of the meeting.

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### **Directors discussed pending or probable litigation**

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**Personal Injury Settlement – Anthony Clinton vs. Trooper Eduardo Reyes (Legal Item 2):** General Counsel inquired if Directors had questions or concerns regarding the proposed settlement of a lawsuit arising out of a December 11, 2018 multi-vehicle accident that occurred on the Central Tri-State (I-294), in which Mr. Anthony Clinton was injured. Hearing none, Chair Abreu advised the Board that action on Legal Item 2 will occur upon return to the public session of the meeting.

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### **Re-Enter Public Session**

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There being no further Executive Session business, Chair Abreu entertained a motion to re-enter the public session of the regular Board Meeting. Director Davis made such a motion, seconded by Director McConnaughay. Chair Abreu asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Davis, Director McConnaughay, Director Connolly, Director Gallagher, Director Paddock, Chair Abreu (6)

Nays: (0)

The motion PASSED.

The Executive Session concluded at approximately 1:40 p.m.

Minutes taken by: \_\_\_\_\_

Christi Regnery  
Board Secretary  
Illinois State Toll Highway Authority



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## Record of Closed Meeting April 26, 2022

Pursuant to exceptions provided in Sections 2(c)1, 11, 21 and 29 of the Open Meetings Act on Tuesday, April 26, 2022 at approximately 10:30 a.m., the Tollway Board of Directors met telephonically in Executive Session to consider Tollway matters related to personnel, probable or pending litigation, the minutes of closed meetings and internal audit controls.

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

## Executive Session Attendance

Board Members Present:	Staff Present for all or portions of the Meeting:
Chair Dorothy Abreu	Lanyea Griffin (Interim Executive Director)
Director James Connolly	Kathleen R. Pasulka-Brown (General Counsel)
Director Alice Gallagher	Christi Regnery (Board Secretary)
Director Jacqueline Gomez	Albert Sosa (HNTB)
Director Karen McConnaughay	
Director Scott Paddock	
Director James Sweeney	

## Directors discussed personnel matters

*[Discussions related to personnel matters are redacted.]*

## Directors discussed land acquisition activities



**Identification of Real Estate Parcels (Legal Item 4):** Pursuant to the Tollway’s obligation (arising from *ISTHA v. DiBenedetto*, 275 Ill. App. 3d 400, 405 (1st Dist. 1995)) to identify real estate interests it may need to acquire by condemnation, General Counsel provided a summary table for the Elgin O’Hare Western Access Project parcel identification report, noting the addition of two (2) parcels.

**Directors discussed pending or probable litigation**

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

**Directors discussed personnel matters**

*[Discussions related to personnel matters are redacted.]*

**Directors discussed the minutes of closed session meetings**

Chair Abreu raised for consideration the Minutes of the Executive Session of the March 16, 2022 Board of Directors meeting and inquired whether there are any questions, concerns or requests for amendment. Hearing nothing, Chair Abreu advised that action on the Minutes will occur upon return to the public session of the meeting.

**Re-Enter Public Session**

There being no further Executive Session business, Chair Abreu entertained a motion to re-enter the public session of the regular Board Meeting. Director Connolly made such a motion, seconded by Director Sweeney. Chair Abreu asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Connolly, Director Gomez, Director Gallagher, Director McConnaughay, Director Paddock, Director Sweeney, Chair Abreu (7)

Nays: (0)

The motion PASSED.

The Executive Session concluded at approximately 11:55 a.m.

Minutes taken by: \_\_\_\_\_



**ILLINOIS STATE TOLL HIGHWAY AUTHORITY**

Meeting Date  
**April 26**  
2022



Minutes of the  
**Executive Session of the Board of Directors Meeting**

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Christi Regnery  
Board Secretary  
Illinois State Toll Highway Authority