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## Record of Meeting | December 13, 2017

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The Illinois State Toll Highway Authority (the “Tollway”) held the regularly scheduled Audit Committee Meeting on Wednesday, December 13, 2017 in the Boardroom of the Tollway’s Central Administration Building in Downers Grove, Illinois. The Meeting was held pursuant to By-Laws of the Tollway upon call and notice of the Meeting executed by Chairman Robert J. Schillerstrom and posted in accordance with the requirements of the *Illinois Open Meetings Act*. The Meeting was open to the public.

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

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## Call to Order / Roll Call

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Committee Chair David Gonzalez called the Meeting to order at approximately 11:30 a.m., stating that this is the regularly scheduled meeting of the Audit Committee of the Tollway Board of Directors. He then asked the Board Secretary to call the roll, those Directors present and absent being as follows:

Committee Members Present:
Committee Chair David Gonzalez
Director Corey Brooks [appointed as Alternate]

Committee Members Not Present:
Director Earl Dotson, Jr.

The Board Secretary declared a quorum present.

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## Public Comment

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Committee Chair Gonzalez opened the floor for public comment. No public comment was offered.

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## Committee Chair’s Items

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Committee Chair Gonzalez called for a motion to approve the Minutes of the regular Audit Committee meeting held on April 19, 2017, as presented. Director Brooks made a motion for approval; seconded by Committee Chair Gonzalez. Committee Chair Gonzalez then called for a vote. The motion was PASSED unanimously.

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## Committee Business

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**Internal Audit Update:** Executive Director Bedalov introduced Cassaundra Rouse, Chief of Internal Audit, to present to the Committee an update on Internal Audit activity and the 2-year Audit Plan. [See attached presentation.](#)

Ms. Rouse's presentation included an overview of the Internal Audit charter, Internal Audit resources, and Audit Plan considerations.

Upon conclusion of the presentation, Committee Chair Gonzalez requested confirmation that amounts previously budgeted for Internal Audit positions which remained unfilled in 2017 have been reallocated to contracting outside services to fulfill these needs in 2018. Ms. Rouse confirmed.

Committee Chair Gonzalez requested confirmation that Internal Audit activity results from the prior year, including risk exposure and/or control issues, are to be presented to the Committee at its April meeting. Ms. Rouse confirmed.

### **Items for Consideration**

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#### *Item 1: Approval of Two-Year Audit Plan.*

Committee Chair Gonzalez requested a motion to approve placement of **Audit Item 1** on the December Board of Directors meeting agenda with the Committee's recommendation for approval by the Board. Director Brooks made a motion for approval; seconded by Chair Gonzalez. Committee Chair Gonzalez asked if there are any questions, concerns or requests for discussion. Hearing nothing, Committee Chair Gonzalez called for a vote. The motion was PASSED unanimously.


### **Adjournment**

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There being no further business, Committee Chair Gonzalez requested a motion to adjourn. Motion to adjourn was made by Director Brooks; seconded by Committee Chair Gonzalez. Committee Chair Gonzalez then called for a vote. The motion was PASSED unanimously.



The meeting was adjourned at approximately 11:52 p.m.

Minutes taken by: \_\_\_\_\_  
  
Christi Regnery  
Board Secretary  
Illinois State Toll Highway Authority