1 1 ILLINOIS FIREFIGHTERS' PENSION INVESTMENT FUND TRANSITION BOARD OF TRUSTEES 2 February 28, 2020, Open Session Meeting 9:00 a.m. DoubleTree by Hilton 3003 Corporate West Drive, Rosewood Room 4 Lisle, Illinois PRESENT: 5 CHAIRPERSON CHUCK SULLIVAN 6 President, Associated Fire Fighters of Illinois 7 VICE-CHAIRPERSON BRAD COLE Executive Director, Illinois Municipal League Я TRUSTEE KEVIN BRAMWELL 9 President of Bolingbrook Fire Fighters Association Local 3005, President of Bolingbrook Firefighters Pension Fund, President of Bolingbrook Firefighters Retiree Healthcare Fund, Bolingbrook, Illinois 11 TRUSTEE STEVE CHIRICO 12 Mayor, City of Naperville 13 TRUSTEE RUSS HUNT Annuitant, trustee for pension fund 14 TRUSTEE MATTHEW KINK 15 Local 37 Pension Board Member, Local 37 Treasurer, Springfield, Illinois 16 TRUSTEE PATRICK NICHTING 17 City Treasurer, City of Peoria 18 TRUSTEE JEFF ROWITZ Chief Financial Officer/Deputy Village Manager, 19 Village of Northbrook 20 TRUSTEE GEORGE SCHICK Orland Fire Protection District WILLIAM ATWOOD 22 Vice President, Infrastructure and Institutional Investments, Illinois Finance Authority 23 MICHAEL MOSS 24 Legal Counsel, Illinois Finance Authority

2 1 (The open session portion of the 2 meeting commences at 9:00 a.m.) 3 CHAIRPERSON SULLIVAN: Okay, everybody, 4 it's 9:00 a.m. 5 Good morning. Welcome to the 6 Illinois Firefighters' Pension Investment 7 Transition Board meeting. The agenda of this 8 meeting of the transition board of trustees of 9 the Illinois Firefighters' Pension Investment 10 Fund, having been duly posted, I'd like to call 11 the meeting to order. 12 And we have Mr. Moss here. 13 Moss is an attorney with the Illinois Finance 14 Authority and is available to take minutes. 15 Mr. Moss, would you please take 16 the role for attendance. 17 MR. MOSS: Thank you. The time is 9:00 18 o'clock. 19 Trustee Bramwell? 20 TRUSTEE BRAMWELL: Here. 21 MR. MOSS: Trustee Chirico? 22 TRUSTEE CHIRICO: Here. 23 MR. MOSS: Vice-chair Cole? 24 VICE-CHAIRPERSON COLE: Here.

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1	MR. MOSS: Trustee Hunt?
2	TRUSTEE HUNT: Here.
3	MR. MOSS: Trustee Kink?
4	TRUSTEE KINK: Here.
5	MR. MOSS: Trustee Nichting?
6	TRUSTEE NICHTING: Here.
7	MR. MOSS: Trustee Rowitz?
8	TRUSTEE ROWITZ: Here.
9	MR. MOSS: Trustee Schick?
10	TRUSTEE SCHICK: Here.
11	MR. MOSS: And Chairperson Sullivan?
12	CHAIRPERSON SULLIVAN: Here.
13	MR. MOSS: Chairperson Sullivan, a
14	quorum of trustees physically present in the room
15	has been constituted.
16	MR. ATWOOD: Thank you very much.
17	The next order of business is the
18	approval of the minutes of the meeting of this
19	board that was held on February the 12th, 2020.
20	Does anyone wish to make any
21	edits, additions, or corrections to the minutes?
22	Seeing none, I'd like to request a
23	motion to approve the minutes? By
24	TRUSTEE BRAMWELL: I make a motion to

4 1 approve. 2 CHAIRPERSON SULLIVAN: [Continuing] --3 Bramwell? 4 TRUSTEE CHIRICO: Second, Chirico. 5 CHAIRPERSON SULLIVAN: Second by Mayor 6 Chirico. All in favor say aye. 7 TRUSTEE BRAMWELL: Aye. 8 TRUSTEE CHIRICO: Aye. 9 VICE-CHAIRPERSON COLE: Aye. 10 TRUSTEE HUNT: Aye. 11 TRUSTEE KINK: Aye. 12 TRUSTEE NICHTING: Aye. 13 TRUSTEE ROWITZ: Aye. 14 TRUSTEE SCHICK: Aye. 15 CHAIRPERSON SULLIVAN: Opposed? 16 The ayes have it, and the minutes 17 are adopted. 18 Next on the agenda are discussions 19 about both the executive director position and 2.0 outside counsel, which are likely to involve 21 matters of appointment, employment, and 22 compensation. 23 I will now ask Mr. Moss to provide 24 some information about the closed session and

then take a roll call vote.

MR. MOSS: The trustees now have the opportunity to enter into closed session pursuant to Section 2(c)(1) of the Illinois Open Meetings Act to discuss the appointment, employment, and compensation for the executive director position and outside counsel for the board.

Upon vote by the trustees of the authority to enter into closed session, I would like to ask that everyone in attendance please exit the room, except the trustees and those individuals that have previously been asked to stay.

In accordance with Section 2.06(a) of the Open Meetings Act, a closed meeting session will be recorded by audio recording. No final actions will be taken in the closed session.

CHAIRPERSON SULLIVAN: So is there a motion to enter into closed session to discuss the appointment, employment, compensation of an executive director and outside counsel for the board?

Trustee Hunt; second by Kink.

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1	1 All in	favor of the motion
2		to do the roll call for
3		to do the form carrier
4	chae, coo:	7,170
5	MR. MOSS.	
	Trustee Brai	
6	TRUSTEE BRAN	MWELL: Yes.
7	7 MR. MOSS: 5	Trustee Chirico?
8	8 TRUSTEE CHIE	RICO: Aye.
9	9 MR. MOSS: 7	/ice-chair Cole?
10	VICE-CHAIRPI	ERSON COLE: Yes.
11	MR. MOSS: 7	Trustee Hunt?
12	TRUSTEE HUN	Γ: Yes.
13	MR. MOSS: 5	Trustee Kink?
14	TRUSTEE KINE	Yes.
15	MR. MOSS: 5	Trustee Nichting?
16	TRUSTEE NICE	HTING: Here yes.
17	MR. MOSS: 5	Trustee Rowitz?
18	TRUSTEE ROW	ITZ: Yes.
19	MR. MOSS: 5	Trustee Schick?
20	TRUSTEE SCH	ICK: Yes.
21	MR. MOSS: 0	Chairperson Sullivan?
22	CHAIRPERSON	SULLIVAN: Yes.
23	And the	e motion
24	MR. MOSS: 5	The motion carries.

CHAIRPERSON SULLIVAN: [Continuing] --carries. So we're going to enter into closed session at 9:03. (Whereupon members of the public leave the room.) (Whereupon the closed session portion of the meeting was held from 9:03 a.m. to 10:00 a.m., which is not herein reported.) 

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1	(Open session portion of the
2	meeting recommences at 10:03
3	a.m.)
4	VICE-CHAIRPERSON COLE: I would move to
5	reconvene into open session at 10:03.
6	CHAIRPERSON SULLIVAN: Is there a
7	second?
8	TRUSTEE CHIRICO: Second, Chirico.
9	CHAIRPERSON SULLIVAN: All in favor of
10	reconvening open session, signify by saying aye.
11	TRUSTEE BRAMWELL: Aye.
12	TRUSTEE CHIRICO: Aye.
13	VICE-CHAIRPERSON COLE: Aye.
14	TRUSTEE HUNT: Aye.
15	TRUSTEE KINK: Aye.
16	TRUSTEE NICHTING: Aye.
17	TRUSTEE ROWITZ: Aye.
18	TRUSTEE SCHICK: Aye.
19	CHAIRPERSON SULLIVAN: Opposed, nay?
20	The ayes have it, and we have
21	exited from closed session, and we're now back in
22	open session.
23	During closed session we discussed
24	the appointment, employment, and compensation for

the executive director position and outside counsel for the board.

Next on the agenda is the approval of legal counsel. And, Vice-Chair Cole, would you like to make some comments?

VICE-CHAIRPERSON COLE: Yes. Thank you, Mr. Chairman.

The transition board has discussed the employment of outside legal counsel for the fund and has taken great pains to make sure that we are able to engage qualified law firms for all of the needs of the fund during this transition period, with a close eye on the potential costs, the fee schedules, the qualifications and expertise, and the availability of counsel to assist this transition board and any of its staff as we move forward.

There was robust discussion about all of that, not the least of which was the qualifications and the cost for the firms that we might engage. And we are all in agreement that those are important factors moving forward and that we have to take action to authorize the use of some firms for the purposes that are going to

2.0

1 come up as we begin getting into the business of 2 establishing this Firefighters' Pension Investment Fund. To that end, Mr. Chairman, I move 5 that this board authorize the engagement of Mayer 6 Brown; Reinhart Attorneys at Law; and the law 7 offices of Jacobs, Burns, Orlove & Hernandez, all 8 with offices in Chicago, for the purposes of 9 outside general counsel, fiduciary counsel, and 10 other counsel as needed during the transition 11 period, the utilization of each to be managed and 12 directed as determined by an executive director 13 or the board. 14 CHAIRPERSON SULLIVAN: There is a 15 motion by Vice-Chair Cole. 16 TRUSTEE CHIRICO: Second, Chirico. 17 CHAIRPERSON SULLIVAN: Second by Mayor 18 Chirico. 19 Is there any discussion about any 2.0 of the law firms?

Seeing none, all those in favor, say aye.

> TRUSTEE BRAMWELL: Aye. TRUSTEE CHIRICO: Aye.

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11 1 VICE-CHAIRPERSON COLE: Aye. 2 TRUSTEE HUNT: Aye. 3 TRUSTEE KINK: Aye. 4 TRUSTEE NICHTING: Aye. 5 TRUSTEE ROWITZ: Aye. 6 TRUSTEE SCHICK: Aye. 7 CHAIRPERSON SULLIVAN: Opposed, nay. 8 The ayes have it, and that is 9 adopted. 10 Do you want to do a specific roll 11 call on that? 12 MR. MOSS: We could, but I -- we don't 13 have to. 14 CHAIRPERSON SULLIVAN: Okay. 15 Okay, the next item on the agenda 16 is the executive director position, and I would 17 ask Vice-Chair Cole to lead this one as well. 18 VICE-CHAIRPERSON COLE: Thank you, 19 Mr. Chairman. 20 Similar discussion with regard to 21 the position of an interim executive director for 22 this fund, realizing that there are unique skills 23 that are necessary to establish any organization, 24 but specific skills with regard to a pension

investment fund. And finding the right person for that is important, but also being able to move quickly so that we can engage an individual to help this fund get established is equally important.

And as such, I move to authorize the chair to negotiate and engage an employment agreement for the position of interim executive director to begin as soon as possible and for that agreement to be considered for approval at the next meeting of this board.

TRUSTEE HUNT: Second, Hunt.

CHAIRPERSON SULLIVAN: So motion by Vice-Chair Cole, seconded by Trustee Hunt.

Is there discussion?

VICE-CHAIRPERSON COLE: I would just say further, for public awareness, any contract that would be entered into would be done so at public session of this board, and that will hopefully be at the next meeting, which was part of my motion, and it would be made available as a public document.

CHAIRPERSON SULLIVAN: Mayor Chirico?
TRUSTEE CHIRICO: Just for

13 1 clarification, any contract that's entered into 2 at this time is -- cannot be bound by -- we're 3 not binding the future board. 4 VICE-CHAIRPERSON COLE: According to 5 the statute, the permanent board would have the 6 opportunity to continue or discontinue any 7 agreements made by the transition board. 8 CHAIRPERSON SULLIVAN: Any further 9 discussion? 10 Mr. Moss, do you want to call the 11 roll? 12 Sure. On the motion and MR. MOSS: 13 seconded I'll call the roll. 14 Trustee Bramwell? 15 TRUSTEE BRAMWELL: Yes. 16 MR. MOSS: Trustee Chirico? 17 TRUSTEE CHIRICO: Yes. 18 MR. MOSS: Vice-Chair Cole? 19 VICE-CHAIRPERSON COLE: Yes. 20 MR. MOSS: Trustee Hunt? 21 TRUSTEE HUNT: Yes. 22 MR. MOSS: Trustee Kink? 23 TRUSTEE KINK: Yes. 24 MR. MOSS: Trustee Nichting?

14 1 TRUSTEE NICHTING: Yes. 2 MR. MOSS: Trustee Rowitz? 3 TRUSTEE ROWITZ: Yes. 4 MR. MOSS: Trustee Schick? 5 TRUSTEE SCHICK: Yes. 6 MR. MOSS: And Chair Sullivan? 7 CHAIRPERSON SULLIVAN: Yes. 8 MR. MOSS: Mr. Chairperson, the motion 9 carries. 10 CHAIRPERSON SULLIVAN: Thank you. 11 Next item on the agenda are the 12 bylaws. 13 MR. ATWOOD: Here. Let me help here. 14 So what I am circulating is the 15 draft that was circulated at the previous 16 meeting. I also have another document that we 17 can discuss as well. 18 The -- what -- the documents you 19 have with you are actually two drafts. 2.0 the original draft that includes four committees. 21 The second document contemplates no committees. 22 At some point I would -- I've also 23 prepared a draft that would include an audit 24 committee and an elections committee, if the

board would like to see that.

So the question before the board is the willingness to consider any committees or to approve bylaws with no committees, with the understanding that you can always amend the bylaws in the future.

TRUSTEE ROWITZ: We went through this last meeting, and there were a number of comments that I don't know have been incorporated into this.

MR. ATWOOD: I did not get comments on the bylaws.

TRUSTEE ROWITZ: We discussed them at the last meeting. He went through it pretty much page by page.

CHAIRPERSON SULLIVAN: And did you submit those?

TRUSTEE ROWITZ: No. We --

CHAIRPERSON SULLIVAN: Did somebody -TRUSTEE CHIRICO: I thought we made a

redlined version of it.

TRUSTEE ROWITZ: Yes, that was my understanding.

MR. ATWOOD: This does not include

those comments.

VICE-CHAIRPERSON COLE: Was there only one document you passed around?

MR. ATWOOD: Yes, but I have another one that I can distribute if the chair would like me to.

CHAIRPERSON SULLIVAN: Sure. Please.

So I'm not following -- you said
that we made significant changes and redlined
items from the bylaws on February the 12th?

TRUSTEE ROWITZ: We had talked about a
number of --

CHAIRPERSON SULLIVAN: Who did the changes?

TRUSTEE ROWITZ: I -- I suggested a number of them, and I thought we were going to have a redlined version before it came back.

VICE-CHAIRPERSON COLE: I think this is an example of the fact that we don't have staff yet. So --

CHAIRPERSON SULLIVAN: Right. So if you want to supply those today, we'll see if we can take care of that.

TRUSTEE ROWITZ: I suggest we move this

17 1 to the next meeting then --2 CHAIRPERSON SULLIVAN: Is that a 3 motion? 4 TRUSTEE ROWITZ: [Continuing] -- rather 5 than go through them --6 CHAIRPERSON SULLIVAN: Is that a 7 motion? 8 TRUSTEE ROWITZ: Yes. 9 CHAIRPERSON SULLIVAN: There is a 10 motion to move the bylaws to the next meeting. 11 Is there a second? 12 TRUSTEE CHIRICO: Second, Chirico. 13 CHAIRPERSON SULLIVAN: Second by 14 Chirico. Is there discussion? 15 VICE-CHAIRPERSON COLE: Can we have 16 whatever additional copy Bill has? And I take it 17 that that's the one that does not include 18 committees. 19 Is that what you said? 2.0 MR. ATWOOD: You have two drafts in 21 that handout. You have the draft from January 22 that includes four committees. Then behind that 23 is a draft with no committees. Then I've also 24 subsequently prepared a third draft that includes

just an audit committee and just an elections committee.

And so my question was is it more confusing if I distribute this, or should we just wait and incorporate the edits that we receive into the next document? And I can then submit two documents, one with no committees and one with two committees.

And, again, whatever the board adopts, the board can always change.

TRUSTEE ROWITZ: If I could suggest, if we could get these electronically, it might be easier, because I'd be happy to put my comments into a redline.

MR. ATWOOD: Yes, that would be much help -- much easier if we could get a redline version of it.

So shall I -- I will forward the document to the two of you, and then you can ensure that the electronic version gets circulated to the board.

CHAIRPERSON SULLIVAN: Okay. That would be great.

MR. MOSS: There was a motion and a

2.0

19 1 second, so --2 VICE-CHAIRPERSON COLE: We're still in 3 discussion on that. 4 I would ask that we go ahead and 5 get the copy that has just the --6 TRUSTEE CHIRICO: Yes, agreed. 7 VICE-CHAIRPERSON COLE: We'll have the 8 hard copy that has just the audit committee --9 whichever you mentioned -- and then we'll have 10 those hard copies, but we'll get the electronic 11 version and distribute those. That way we just 12 have everything, and there is no question about 13 it. 14 CHAIRPERSON SULLIVAN: Any further 15 discussion on the bylaws? 16 So the motion and second was to 17 move the bylaws discussion to the next meeting. All in favor, say aye. 19 TRUSTEE BRAMWELL: Aye. 20 TRUSTEE CHIRICO: Aye. 21 VICE-CHAIRPERSON COLE: Aye. 22 TRUSTEE HUNT: Aye. 23 TRUSTEE KINK: Aye. 24 TRUSTEE NICHTING: Aye.

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TRUSTEE ROWITZ: Aye.

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TRUSTEE SCHICK: Aye.

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CHAIRPERSON SULLIVAN: Opposed?

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Ayes have it, and we're moving the

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bylaws to the next meeting.

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Next item on the agenda is the employee handbook.

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Mr. Atwood?

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MR. ATWOOD: I'm distributing the

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employee handbook. I incorporated most but not

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all the changes because there were certain

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changes that I thought we should discuss.

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The primary -- the one change that

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was suggested that I think would be problematic is to not allow -- to not ensure -- that public

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sector employees who transfer into the fund are

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not able to have the same level of retirement --

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or vacation benefits that they would have

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And the reason for that is we're

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going to be recruiting people from the public

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sector, and if -- we're not going to get

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qualified people if they have to have a reduction

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in their -- in their vacation benefits, in their

otherwise.

1 overall benefit package. So I think we just 2 impede our ability to recruit capable people. 3 VICE-CHAIRPERSON COLE: Mr. Chairman? 4 CHAIRPERSON SULLIVAN: Yes. 5 VICE-CHAIRPERSON COLE: Not unlike the 6 discussion on the bylaws, I would move that we 7 move this to the next meeting and allow us time 8 to review this material. And if we could also 9 get the redlined version of that? 10 MR. ATWOOD: Absolutely. I'll send 11 both documents to you in electronic format. 12 CHAIRPERSON SULLIVAN: So there is a 13 motion to move the employee handbook discussion 14 to the next meeting. Is there a second? 15 TRUSTEE CHIRICO: Second, Chirico. 16 CHAIRPERSON SULLIVAN: Second by Mayor 17 Chirico. 18 Any discussion? Any further 19 discussion? 20 TRUSTEE ROWITZ: Just one question. 21 What you just handed out here, is this the exact 22 same document you handed out last time? 23 MR. ATWOOD: With your edits, with 24 some -- but I did not redline it.

1 TRUSTEE ROWITZ: Okay. 2 CHAIRPERSON SULLIVAN: Any further 3 discussion? 4 Motion to move the director's 5 manual to next meeting. All in favor signify by 6 saying aye. 7 TRUSTEE BRAMWELL: Aye. 8 TRUSTEE CHIRICO: Aye. 9 VICE-CHAIRPERSON COLE: Aye. 10 TRUSTEE HUNT: Aye. 11 TRUSTEE KINK: Aye. 12 TRUSTEE NICHTING: Aye. 13 TRUSTEE ROWITZ: Aye. 14 TRUSTEE SCHICK: Aye. 15 CHAIRPERSON SULLIVAN: Opposed? 16 Ayes have it, and we will move the 17 employee handbook discussion to the next meeting. 18 Is there any other business that 19 needs to come before the board? 20 Before we get to public comment, 21 we need to schedule our next meeting. 22 Vice-Chairman Cole and myself have 23 looked at a potential date of March 30th. That 24 would give us plenty of time to execute an

23 1 agreement hopefully, give us an opportunity to 2 look at the bylaws and the director's manual? 3 Does March 30th seem okay? 4 TRUSTEE NICHTING: I am out of town. 5 CHAIRPERSON SULLIVAN: Can you phone a 6 friend? 7 TRUSTEE NICHTING: Well, we're all 8 friends. 9 CHAIRPERSON SULLIVAN: Yes. 10 You're on duty? 11 TRUSTEE KINK: No. 12 CHAIRPERSON SULLIVAN: Who is on duty? 13 Who is working at the fire department? 14 TRUSTEE BRAMWELL: I'm good. 15 CHAIRPERSON SULLIVAN: Who is working 16 in the city? 17 TRUSTEE CHIRICO: I'm good. 18 CHAIRPERSON SULLIVAN: Okay. How about 19 a location and a time? 20 VICE-CHAIRPERSON COLE: So there is 21 only one conflict maybe with Monday, the 30th? 22 Okay. 23 CHAIRPERSON SULLIVAN: Should we do it 24 here again or Springfield?

24 1 TRUSTEE KINK: That's a great idea. 2 CHAIRPERSON SULLIVAN: Does anybody 3 have a preference? 4 TRUSTEE BRAMWELL: I love this 5 location, but I understand that we've been 6 spoiled as northerners, so... 7 TRUSTEE KINK: No, it doesn't matter to 8 I mean, it's having one person or two people 9 drive versus the other seven. 10 CHAIRPERSON SULLIVAN: All right. 11 Brad, would you try to --12 VICE-CHAIRPERSON COLE: We can look 13 t.o --14 CHAIRPERSON SULLIVAN: [Continuing] --15 get this location down again? 16 VICE-CHAIRPERSON COLE: We can look to 17 confirm a room here at this same location. Would 18 that be the same time, like 9:00 a.m.? 19 CHAIRPERSON SULLIVAN: 9:00 a.m.? Or20 is that --21 TRUSTEE NICHTING: That's the time I'll 22 be gone. It doesn't matter. 23 But I guess my question would be

going forward, if we could try to maybe try to

25 1 tentatively set some so --2 VICE-CHAIRPERSON COLE: We need to get 3 to a full calendar of meetings that hopefully 4 will be equally spaced out so that we have a 5 regular -- whether it's a --6 TRUSTEE CHIRICO: Maybe put that on the 7 agenda of the next meeting, for an annual 8 schedule. 9 CHAIRPERSON SULLIVAN: Okay. 10 TRUSTEE NICHTING: That would be 11 appreciated. 12 VICE-CHAIRPERSON COLE: That could be 13 one of the things, if we get someone hired, they 14 could coordinate. 15 CHAIRPERSON SULLIVAN: Okay. 16 Finally, is there any comment from 17 the public? 18 MR. ATWOOD: Did you agree on a time 19 for the meeting? 20 CHAIRPERSON SULLIVAN: Oh, 9:00 a.m. 21 VICE-CHAIRPERSON COLE: 9:00 a.m., 22 Monday, March 30th. 23 CHAIRPERSON SULLIVAN: Monday, March

30, 9:00 a.m.

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1	Is there any comment from the
2	public?
3	VICE-CHAIRPERSON COLE: Mr. Chairman, I
4	move to adjourn.
5	TRUSTEE BRAMWELL: Second.
6	CHAIRPERSON SULLIVAN: Motion by Cole
7	to adjourn, seconded by Bramwell.
8	All in favor to adjourn, signify
9	by saying aye.
10	TRUSTEE BRAMWELL: Aye.
11	TRUSTEE CHIRICO: Aye.
12	VICE-CHAIRPERSON COLE: Aye.
13	TRUSTEE HUNT: Aye.
14	TRUSTEE KINK: Aye.
15	TRUSTEE NICHTING: Aye.
16	TRUSTEE ROWITZ: Aye.
17	TRUSTEE SCHICK: Aye.
18	CHAIRPERSON SULLIVAN: Opposed?
19	Ayes have it, and we are adjourned
20	at 10:18 a.m. Thank you.
21	(Whereupon all proceedings
22	conclude at 10:18 a.m.)
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STATE OF ILLINOIS ) SS: COUNTY OF Dupage

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I, ROBIN M. CHIMNIAK, a Certified Shorthand Reporter of the State of Illinois, do hereby certify that I reported in shorthand the proceedings had at the hearing aforesaid and that the foregoing is a true, complete, and correct transcript of the proceedings of said hearing as appears from my stenographic notes so taken and transcribed by me.

IN WITNESS WHEREOF, I do hereunto set my hand at Chicago, Illinois, on this 9th day of March, 2019.

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Robin M. Chimniak

Certified Shorthand Reporter

State of Illinois

CSR License No. 084-001999

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