MINUTES OF THE REGULAR MEETING OF THE PRESIDENT AND BOARD OF TRUSTEES OF THE VILLAGE OF WILLOWBROOK HELD ON MONDAY, AUGUST 9, 2010, AT THE VILLAGE HALL, 7760 QUINCY STREET, IN THE VILLAGE OF WILLOWBROOK, DUPAGE COUNTY, ILLINOIS.

1. CALL TO ORDER

The meeting was called to order at the hour of 7:30 p.m. by Village President Robert Napoli.

2. ROLL CALL

Those present at roll call were President Robert Napoli, Clerk Leroy Hansen, Trustees Dennis Baker, Terrence Kelly, Michael Mistele, Umberto Davi, Sandra O'Connor, and Paul Schoenbeck.

ABSENT: None.

Also present were Village Administrator Timothy Halik, Village Attorney William Hennessy, Director of Finance Sue Stanish, Chief of Police Mark Shelton, Deputy Chief of Police Paul Oggerino, Deputy Clerk Deborah Hahn, and Intern Garrett Hummel.

A QUORUM WAS DECLARED

3. PLEDGE OF ALLEGIANCE

President Napoli asked everyone to join him in saying the Pledge of Allegiance.

4. OMNIBUS VOTE AGENDA

a. Waive Reading of Minutes (Approve)
b. Minutes – Regular Board Meeting – July 26, 2010 (Approve)
c. Minutes – Special Financial Planning Workshop – June 7, 2010 (Approve)
d. Warrants – August 9, 2010 - $108,272.39 (Approve)
e. Monthly Financial Report – July 31, 2010 - $16,722,715.51 (Accept)
f. Proclamation – Proclaiming Fire Prevention Week and Fire Safety Month in October (Approve)

Clerk Hansen requested Item b be removed from the agenda for corrections.

Trustee Schoenbeck requested Item 4d be removed. There are some items on the warrants that Trustee Schoenbeck needs to recuse himself from voting on due to a potential conflict of interest. He read a prepared list of items to be removed. **(See Attachment A).**

MOTION: Made by Trustee Davi, seconded by Trustee Baker to approve the Omnibus Vote Agenda with noted exceptions.

ROLL CALL VOTE: AYES: Trustees Baker, Kelly, Mistele, Davi, and Schoenbeck; NAYS: Trustee O'Connor; ABSENT: None.

MOTION DECLARED CARRIED

NEW BUSINESS

5. VISITOR'S BUSINESS (Public comment is limited to three minutes per person on agenda items only)

None.

*President Napoli skipped to Item 8.

8. REPORT – SIKICH HUMAN RESOURCE ASSESSMENT

Ms. Jennifer Lollino and Ms. Julie Stahl of Sikich presented an Executive Summary of their Human Resource report. In the report, the following items were suggested:

- Designate an employee to act as the HR Director with assistance from Sikich, as needed. This person would need to be involved in the management aspect of the village, along with staying updated on employment laws and employee issues that may arise.
- Update the job descriptions for all employees.
- Revise the orientation process and create an orientation checklist and monitor the new employee progress for a 90 day period.
- Update performance criteria to define the competencies that the village wants the employee to have so there is a basis to evaluate the employee and set goals for the following year.
- Design a program to recognize employees in a non-monetary way to show appreciation for the work they accomplish to improve employee morale.
- Opportunities to provide additional training for supervisors, so they have a clear understanding on current employment laws and have an understanding on how to supervise employees.

Trustee O'Connor inquired if Sikich had looked into the exit/termination process for employees.

Ms. Lollino acknowledged that this issue has been addressed, however it was not in this report.

Trustee Schoenbeck asked if the Village was going to seek additional opinions from other companies or just move forward with Sikich.

Trustee Mistele stated that this was the reason the Village hired Sikich and by bringing in additional companies, the process would just be redundant.

President Napoli requested Staff to work with Sikich on the suggested items and report back to the Board on a plan with options to move forward with these changes and a cost analysis.

6. ORDINANCE – AN ORDINANCE GRANTING CERTAIN VARIATIONS FROM THE ZONING ORDINANCE – 7675 QUINCY - STONEWHEEL

Planner Charlton advised that this item and Item #7 were zoned back in the 1970's under different standards. They do not comply with the standards that are in place today. This business, Stonewheel, has become very successful and over time their employee base has outgrown their parking area needs. In addition, they utilize the loading dock area to park their delivery trucks, making semi-trucks stage for deliveries on Executive Drive causing a traffic hazard.

Staff brought the traffic hazard to their attention and Stonewheel was very interested in working with Staff to eliminate this problem. Due to the old zoning standards, it requires them to make variations on the property. In an effort to minimize the variation, Stonewheel requested adding four additional parking spaces on the west side of building for employee parking. A new one-way drive would be installed near their loading dock area on the north side of the project on Executive Drive with three parallel parking spaces for the delivery trucks, thereby keeping the loading dock clear.

The Plan Commission has reviewed and approved this variation and requests the Board approve the variation changes.

MOTION: Made by Trustee Davi, seconded by Trustee Baker, to pass Ordinance No. 10-O-16.

ROLL CALL VOTE: AYES: Trustees Baker, Kelly, Davi, Mistele, and O'Connor; NAYS: Trustee Schoenbeck; ABSENT: None.

MOTION DECLARED CARRIED

7. ORDINANCE – GRANTING CERTAIN VARIATIONS FROM THE ZONING ORDINANCE – 7825 QUINCY

Planner Charlton advised that this building is shared by two tenants and an issue arose with parking spaces. This building is non-conforming with inlets and side door setbacks but it has a lot of green space. The Plan Commission has reviewed and approved the changes, subject to one condition, that the Ordinance note the dumpster area modification.

Trustee Schoenbeck asked Ms. Charlton the names of the tenants in this building. She advised Sterogenics and Sam's Flooring.

MOTION: Made by Trustee Baker, seconded by Trustee Schoenbeck to pass Ordinance 10-O-17.

ROLL CALL VOTE: AYES: Trustees Baker, Kelly, Mistele, Davi, O'Connor, and Schoenbeck. NAYS: None. ABSENT: None.

MOTION DECLARED CARRIED

9. RESOLUTION – INITIATING THE SUBMISSION OF A PUBLIC QUESTION TO SUPPORT REGIONAL ACTIONS TO ATTAIN LONG-TERM PENSION SUSTAINABILITY

Administrator Halik advised that the Metro Mayors Caucus, which services a 6 county area, has requested that members add an advisory referendum question on the November 2010 ballot to raise public awareness on public safety pension reform.

In March 2010, the first pension reform bill was passed that reduced benefits across 13 individual pension plans making a two-tiered system, however this did not include police, fire and sheriff pensions.

Staff believes this issue is necessary to sustain the financial security of the village.

Director Stanish compiled a report and provided a 10-year history of village contributions both for the police pension plan and IMRF plans, which the Board was given. Director Stanish's report focused on 2010/11, where there is a large

increase during this time period. As salaries and pension plan benefits increase, the question will be if it will be possible to continue forward with these large funding requirements each year.

President Napoli noted that the increase is almost 50% from previous years.

Trustee Mistele asked if we need to follow any state criteria for these mandated amounts.

Director Stanish advised that the state cannot mandate a given amount for the village to contribute, that there really isn't a standard amount on a minimum funding level. Currently our fund is in good shape at 73%.

Chief Shelton advised that there has been some talk through the Chiefs of Police Association that members may be grandfathered into the plan but there are some changes of the requirements such as having to be age 55 not 50, and you would receive 70% of salary and not the current 75%.

Director Stanish stated that the police, fire, and sheriff's pension funds will not mirror the IMRF pension plans; however the referendum will be to acknowledge that there is a need to reform these plans.

Director Stanish informed the Board that if they approve the Resolution to place the question and information (exactly as presented) on the November ballot, a certified copy will be sent to the Board of Election Commissions and a copy will also be published in the newspaper. Information will be sent back to us by the Election Commission asking the Village if this is the information you want on the ballot. Once the election is over, the Election Commission will tabulate the ballots and send the results back to the Village. The Village will then send the referendum results down to Springfield to make them aware of the Willowbrook residents concerns.

MOTION: Made by Trustee Baker, seconded by Trustee Kelly to adopt Resolution 10-R-32.

PREVIOUS ROLL CALL VOTE: AYES: Trustees Baker, Kelly, Mistele, Davi, O'Connor, and Schoenbeck. NAYS: None. ABSENT: None.

MOTION DECLARED CARRIED

10. COMMITTEE REPORTS

Trustee Baker had no report.

Trustee Kelly had no report.

Trustee Mistele had no report.

Trustee Davi had no report.

Trustee O'Connor had no report.

Trustee Schoenbeck requested a copy of the current attorney bill be sent electronically or faxed. President Napoli informed Trustee Schoenbeck that he will get back to him on this matter, since he would have to go back on his opinion of how these get reviewed. Trustee Schoenbeck stated that he would just like a copy of the already approved bill.

11. ATTORNEY'S REPORT

Attorney Hennessy informed the Board that his former associate, Professor Purcell had passed away in May. Therefore, he has chosen a Wheaton attorney, Mr. Timothy Mahoney, to assist him with legal matters that may arise in the DuPage County court system. Attorney Mahoney will also represent the Village in the absence of Attorney Hennessy at board meetings.

Trustee Schoenbeck inquired if the Williams case was completed yet. Attorney Hennessy advised that it is still on-going and Attorney Mahoney will be working on this matter. Briefs are due in a few weeks.

12. CLERK'S REPORT

Clerk Hansen had no report.

13. ADMINISTRATOR'S REPORT

Village Administrator Halik reported that due to the recent rainfall, the mosquito population has risen considerably. The Municipal Service Committee approved additional mosquito abatement spraying and it will be completed on August 18, 2010 in conjunction with Downers Grove and Woodridge. This will deplete this budget line and an additional spraying may be needed in the future.

14. PRESIDENT'S REPORT

President Napoli read a prepared statement following through with his request to Trustee Schoenbeck to answer three questions from the July 26, 2010 regular board meeting. **(See Attachment B)**

Trustee Schoenbeck read a prepared statement to the President and Board of Trustees. **(See Attachment C)**

President Napoli requested a copy of the statement for the minutes. Trustee Schoenbeck advised that he would email the statement along with other requested items.

Clerk Hansen advised that he needed the items presented to the Board for the record immediately. Trustee Schoenbeck stated he would provide a copy of his statement tonight.

President Napoli read a prepared statement, (**See Attachment D),** deferring any further action on this matter until it gets reviewed by the Village Attorney.

Trustee Schoenbeck requested a copy of President Napoli's statement.

15. EXECUTIVE SESSION

MOTION: Made by Trustee Davi, seconded by Trustee Baker to recess into Executive Session at the hour of 8:35 p.m. to discuss:

- COLLECTIVE NEGOTIATING MATTERS BETWEEN THE VILLAGE AND ITS EMPLOYEES AND THEIR REPRESENTATIVES PURSUANT TO CHAPTER 5 ILCS 120/1 (c)(2)
- CONSIDERATION OF PORTIONS OF EXECUTIVE SESSION MINUTES FOR THEIR POSSIBLE APPROVAL AND RELEASE PURSUANT TO CHAPTER 5 ILCS 120/2(c)(21)- June 28, July 12, and July 26, 2010

PREVIOUS ROLL CALL VOTE: AYES: Trustees Baker, Kelly, Mistele, Schoenbeck and O'Connor; NAYS: None; ABSENT: None.

MOTION DECLARED CARRIED

SEE APPROPRIATE EXECUTIVE SESSION MINUTES

16. ADJOURNMENT

MOTION: Made by Trustee Baker, seconded by Trustee Kelly, to adjourn the regular meeting at the hour of 9:28 p.m.

PREVIOUS ROLL CALL VOTE: AYES: Trustees Baker, Kelly, Mistele, Davi, O'Connor and Schoenbeck; NAYS: None; ABSENT: None.

MOTION DECLARED CARRIED

PRESENTED, READ and APPROVED,

_____, 2010

_____
Village President

Minutes transcribed by Debbie Hahn.

LeRoy Hansen

ATTACHMENT A

From: UNICARRIER@aol.com

Sent: Wednesday, August 11, 2010 4:11 PM

To: leroy@lrhansenattorneysatlaw.com

Cc: UNICARRIER@aol.com

Subject: Info. on recusion

Leroy; The following is the information relating to the "recuse" of certain warrants at the Village Board meeting of this past Monday. Did you receive the Statement? I had trouble sending that from my other e-mail address...so this info. is on my UNI-CARRIER.

I wish to pull the following vendors from the warrant list. I will recuse myself on the following, due in part to the President & Village Attorney making some type of change with our ethics ordinance, I have not received that information, but to error on side of caution I vote recuse on; Ace Hardware, AT&T, Best Quality Cleaning, Comcast Cable, AT&T Mobility, ComED, Dell Marketing, DuPage Co. Public Works, FedEX, Fire & Security Systems, WW Grainger, Home Depot, Midco, Midwest Office Interior, Midwest Laser, Nicor, Protek Lock, Rags Electric, Shell Oil Co., Spring Green, Tameling, U.S. Postal Service, Willowbrook Ford.

PAUL SCHOENBECK
UNI-CARRIER, INC.
1000 No. Frontage Rd.-A
Darien, IL 60561
PHONE: (630)434-7000
FAX: (630)434-7100

ATTACHMENT B & D 8-9-10

PRESIDENT'S REPORT

At this body's regular meeting of July 26, 2010, I stated that on or before tonight's board meeting, that I would require that Trustee Schoenbeck admit or deny the following propositions:

1. That he has been doing business with BQC since September 8, 2009, per a written janitorial service contract to clean his Uni-Carrier Building;

2. That he has since participated in voting on the extension of BQC's bid-waiver contract with this Village; and,

3. That he did not disclose his private business relationship with BQC to this body before

participating in the voting on the extension of BQC's bid-waiver contract with this Village.

As Trustee Schoenbeck has not heretofore admitted or denied these 3 propositions, I now call upon him to do so tonight. Trustee Schoenbeck, you now have the floor for this purpose.

. . . . . .

I have also previously stated that I would tonight entertain a motion to refer this entire matter to the Village Ethics Officer for his investigation and determination of the question of whether Trustee Schoenbeck's actions have given rise to either the appearance or the actuality of a conflict of interest.

However, because this body had previously directed that our Attorney prepare a protocol for our use when dealing with such matters as in this case, I suggest the following: that we defer further consideration of this matter until our receipt and review of our Village Attorney's Opinion offering professional guidance as to the standard of evidence we should require be met before this body makes such a referral in this or any other case.

ATTACHMENT C

STATEMENT FOR THE PRESIDENT & BOARD OF TRUSTEES
FOR THE MEETING OF AUGUST 09, 2010

On July 26, 2010, President Napoli and the Board of Trustees had a closed session, in part to continue discussion on a matter related to me and my position as a Trustee in the Village of Willowbrook. In that discussion, the Village Attorney made a statement in part admitting the prior violations of the Open Meetings act.

In the President's Report at this same meeting in open session, the President read a script, containing my name, company name and the name of a vendor engaged by my firm. It should be noted, that at no time had the President, Ethics Officer or Village attorney, or for that matter the "informant" contact me prior to the meeting of the 26th. Further, none of these individuals wrote or inquired of me any concerns they may have relating to a supposed allegation or hearsay informants purported knowledge that I may have a conflict with a village vendor. It should be noted that in Village Ordinance section # 1-9-4 entitled Attorney, the Village attorney works for the entire Board, and is to reduce to writing any advice requested by an elected official of the Board. Prior to this meeting on at least 1 occasion I requested information on any pending investigation(s) and was told he could not respond to me per the Presidents direction.

It is ironic that the President and Village Attorney chose to keep secret a supposed question about my relation with a vendor of the Village, even though I fully disclosed this relation to the now Village Administrator, and he in fact called

the vendor to advise them of my position with the Village. Further, this was all done prior to my executing a contract. In fact, I did fully disclose my relation to the vendor, to Tim Halik, prior to signing my contract. The Village Attorney, and President, have not furnished a complaint or reason for this matter to be raised. In fact, my company is paying the vendor's standard rate without any change. Similarly these two have done the same thing to former employees/department heads of our Village, and even threatened their severance and benefits if they didn't do as told, in all cases without the advice and consent of the entire Board. Unlike the President and Village Attorney, I am NOT getting paid by a contractor or vendor, I don't have a financial benefit, and in fact I am paying more to the vendor in question than I did to the prior vendor of my firm. The initial contact I had with this vendor was the result of a telemarketing campaign over 5 years ago. Why did the Village Attorney and Tim Halik make contact with this vendor seeking a copy of my contract? Why did the attorney use intimidating tactics with the vendor's staff to question my relationship with the vendor, question the dollar value of the contract and terms, without Board consent, or better yet just ask me? The Attorney, in apparent violation of Village Ordinance is selecting certain matters that he will undertake, and charging the Village fees, and then the President doesn't want any elected officials to question this or he threatens an Executive Order to curtail the Board's powers. In the President's script read

before this body, he admits to not keeping the Board informed, in that he withheld this supposed question from this body for over a month. Further, neither the President, nor the Village Attorney informed IRMA as required, who is the insurer of the Village for any matters of a potential liability exposure, and this isn't the first time such neglect occurred.

I wonder, if they had used proper judgment, and discussed this with this body, or me individually, and referred it to IRMA who handles such inquiries in a far more professional manner, would the facts of this matter be at least not damagingly misrepresented in an obvious attempt to harm me or my business, or cost my business or myself possible embarrassment for the pure sake of embarrassment, obvious spite. In fact, the President directly or indirectly went on to release his script to the news media who have since published this script of hearsay, and unsubstantiated allegations. In the President's efforts to personally harm my reputation in the community and business world, he also on two occasions denied me my rights to due process and representation in closed sessions which should not have been closed.

I related to my fellow Board members recently, that I have had the humble pleasure of serving on several government boards, or committees, as well as for private organizations. In the 18+ years I have served, I have never dealt with such hostile and personal attacks, especially unfounded. If this matter is to be referred

to any independent person, it should not be the current ethics officer, at least until this body can confirm if he indeed misled this Board in his application. Further, why don't we also put before that individual the conduct of The Village Attorney and President, as well as their questionable relationship and failure of full disclosure, as one Trustee stated in the November meeting referenced earlier, he hadn't known about the relationship or record storage until that meeting.....some 6 months after the President's appointment.

It is shameful that we who volunteer in our community for the fulfillment of our oath of office, and have developed good friendships (until recently), need to be a part of someone's personal agenda. Bob, it is time that you look to repair this Board, quit exposing this Village to potential liability, by soliciting what you perceive to be a problem. If you ask more times than not you will find a reasonable explanation, and maybe find your "informant" or source didn't have all the facts straight. It is not the norm for a President, Mayor or CEO...whatever title you're using, to surround him or herself with people that are split on most every issue. I submit that maybe our Board needs a third party, not to review hollow allegations, but a third party to assist in mending this Board, and get back to the good old days when we may have disagreed, but we did so with great respect for each other. As you know, I sat with you prior to the election and threw my full support for you. I did so with many people suggesting I run for the President.

There have been many challenges for you when you were acting President, and subsequent to your unopposed election. If you take the time to seek counsel of all of us, I think our current declining reputation can be reversed.....I really believe we need outside independent assistance if we are to change this embarrassing direction. I commit my full support and efforts in making such a change. The Village Attorney and you promised several of the Trustees that we would have a meeting in early March regarding Open Meeting Act matters, and other guidance to this Board, to date the meeting has not occurred. This is just one example of how soliciting problems...and starting investigation upon investigation has distracted from the real business of this Board, has created a fear-based environment for staff and trustees, and is creating an unfortunate reputation of this Board as being dysfunctional.

* * *

Nonetheless, the President and Village attorney have had relationships that have been questioned since November 19, 2009. The President was questioned by the Board at this meeting, about his undisclosed relation to the Village Attorney, prior to the Attorney's approval by the Board. Further, either prior to approval or sometime shortly thereafter, the Village Attorney and President began sharing office space, and custody of a large portion of the Village's records. The now Village Administrator questioned such arrangement of the records on the day he

delivered them, and was scolded by the President. The Village Attorney and President further failed to disclose to a Committee of this body that they had the possible appearance of or a conflict on the pending MFT Illinois Road program successful bidder. When they did make a disclosure it was seconds before this body was ready to approve the paving contract, and, as a result, I had several questions. The President chose to personally make false accusations about my motive. In subsequent meetings, the President chose his hand picked Ethics Officer to review this matter. Interestingly enough important issues stand out about the Ethics Officer and his review: The ethics officer who has been hand picked without advice of the full Board, has not been forthright with the Board. He stated that he lived in Willowbrook on Somerset, in the Waterford subdivision. This is the same individual who the President had hand picked earlier in May of this year to fill a Trustee vacancy. This individual sold the home in town on Somerset and moved prior to either of the considered positions he sought. How can an individual charged with ethical conduct, not be forthright with this Board, make full disclosure, never meet the Board members, and fail to do full review of a submitted ethical question. This leads me to the second issue, in reviewing the Attorney's and President's conflict — in a MFT road contract —, the Ethics officer never addressed the fact that the Attorney was hired, by then a known bidder. The Attorney didn't fully disclose this relation to either the Committee or the Board

until seconds before approval. Further, the Attorney did refer President Napoli to this bidder, to act as an "expert witness" in a pending case. In the Village Ethics Code (Chapter 12), it clearly states: the Village Attorney is a Public Servant (Section #1-12-2). It goes on to say (Section 1-12-3 (A)1) that the Public Servant is not to be directly or indirectly interested in any contract, work or business of the Village.....price or consideration of the contract, work.....whenever the expense is paid either from the Village treasury or by any assessments levied by any statute ..." Item #2 also states that the Public Servant shall not represent as an agent, or otherwise any person, association, trust, corporation or other business entity, with respect to any application or bid for any contract, work or business of the Village.....whenever the expense, price is paid directly or indirectly from the Treasury...". For the most part the State Statute has a similar ethics requirement, but the State ethics wasn't even reviewed or reported on in the ethics officers report.

It may be that at the end of the day there is no ultimate issue or problem, but the withholding of information until moments before the vote is to be taken on a major and important contract runs the real risk of creating at least the appearance of a possible conflict. The background should have been volunteered from the beginning.