



**VETERAN BUSINESS PROGRAM CERTIFICATION APPEAL COMMITTEE
MEETING MINUTES**

Wednesday, April 15, 2020

1:00 pm

Location: WEBEX

Video: Dial 287789038@illinois.webex.com

Or dial: 173.243.2.68 & enter the meeting number

Meeting #: 287 789 038

Phone: 1-312-535-8110 United States Toll (Chicago)

+1-415-655-0002 US Toll

Access code: 287 789 038

MEMBERS IN ATTENDANCE

Erik Colon; Nicole Mandeville; Mark Patterson; Anthony Vaughn; Ron Wilson;

MEMBERS NOT IN ATTENDANCE

NA

OTHERS IN ATTENDANCE

NA

COMMITTEE SECRETARY

Elias Ricks Ngwayah, II

CMS STAFF IN ATTENDANCE

Kori Acosta; Steve Booth; Carlos Gutierrez Radhika Lakhani; Mike Merchant

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AGENDA

- I. Introduction
- II. Roll Call
- III. Election of Officers
- IV. Explanation of Rules
- V. Invitation and presentation of Collins Engineers, Inc. Appeal
- VI. Questions from Committee Members
- VII. Final Statement – Collins Engineers, Inc.
- VIII. Executive Session
- IX. Vote on Decision
- X. Adjournment

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I. Introduction

Mr. Ngwayah welcomed everyone.

II. Roll Call

Mr. Ngwayah performed roll call. Quorum was established.

III. Election of Officers

Mr. Ngwayah gave a brief description of the Chair position. Member Mandeville motioned to elect Mark Patterson Chair. All agreed. Member Patterson abstained. Mark Patterson was nominated as Chair.

IV. Explanation of Rules

Mr. Ngwayah gave a brief explanation of the proceedings. Chair Patterson gave the floor to Mr. Collins.

V. Collins Engineers, Inc. Appeal

Mr. Collins introduced himself and stated he would make opening remarks then the turn the floor over to his attorney, John R. Storino of Jenner & Block to present their legal arguments. He thanked the Committee for organizing this meeting so quickly especially in view of these unprecedented times and stated they would not have requested the meeting if it was not such an important matter to Collins Engineering and that it was in fact more important to them to keep everyone employed. Mr. Collins shared that he served as a member of the U.S. Army in active duty from 1965-67 where he commanded an engineering detachment, among other duties in Vietnam. He said when he returned, he served in the active reserve in Chicagoland and became a Captain.

Mr. Collins stated that since 2014 they had been certified as a veteran-owned business and worked on 12 different projects as either a prime consultant or subconsultant veteran-owned business. He added that the majority of those projects were for the Illinois State Tollway Authority and one was for the Capital Development Board. Mr. Collins said both agencies have been pleased with their work and considered them for future projects. He pointed out that if their certification is not renewed, they will not be able to compete for further projects with these agencies and their current ongoing projects could be jeopardized therefore it is very important to them. Mr. Collins illustrated that each morning they hold a teleconference meeting to discuss staffing and one of the things they discuss is the effect of corona virus on their company and the VOSB certification. He explained they are not here to criticize anyone, but they strongly disagree with the decision.

Mr. Collins outlined that it appears that the denial of their veteran certification was based on miscommunication of several ownership and control issues. He attested that he alone has 100% of the voting rights and that under the bylaws can remove any member at any time. Mr. Collins demonstrated that on March 9th he reconstituted the board of directors to reflect that he is the only member and sole director. In response to the question of his responsibilities at Collins Engineers Inc., he stated he is deeply involved with this company, launched it with a \$5,000 initial investment and built it up to where it is now, a nationally recognized engineering firm with roughly 250 employees.

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Mr. Collins expressed that he is not being dramatic when saying building up the company has been his life's work for over 40 years. He affirmed he is still working full time running the company which is made very clear in the sworn declaration submitted. Mr. Collins offered that the application boxes may not have reflected this, or they misunderstood them. He avowed that he is the licensed professional and structural engineer responsible for all the Illinois engineering offices and is registered in the State of Illinois. Additionally, Mr. Collins stated the company is based in Illinois because this is his home where he has raised his children. He added that several of his children now work for the company. Mr. Collins explained he has had numerous offers over the years to sell to larger corporations who would have consolidated the offices and probably moved the headquarters out of Chicago. He said he has always refused to cash out because this is his company and he doesn't want to sell it to someone else but wants to continue to build it for the people here in Chicago.

Mr. Collins highlighted that Collins Engineers, Inc. has always been dedicated to veterans and the military. He said they have 15 veterans on staff, including one currently deployed in Afghanistan. Mr. Collins reported that they provide generous benefits and accommodations to reservists and national guardsmen, possibly more than required by law. He stated that on November 11th they hold a yearly luncheon for veterans, and they go out of their way to recruit veterans. Mr. Collins reported he has spoken at the Society of American Military Engineers events in order to instruct, encourage and recruit attendees. He said that they have been an annual sponsor of that organization for over 25 years and that he himself has been a member since serving in Vietnam over 50 years ago.

Mr. Collins described some of their work in Chicago. He stated a project he is extremely proud of is to have been the engineer of record for the Vietnam Veterans Memorial along the downtown Chicago River Walkway near Wabash Avenue. Mr. Collins described that they have worked for many governmental agencies such as the Corp of Engineers, Coast Guard and US. Navy. He added they have worked for the U.S. Naval Facilities Engineering Command at naval bases around the world since 1981 through a continuous series of contracts. He added he has probably worked at 90% of the naval facilities around the world from Australia, Okinawa, Guam, Elysian Islands, Pearl Harbor where they worked on the Arizona Memorial, and Guantanamo Bay, Cuba. Mr. Collins stated that for more than 25 years they have supported the crew and families of the U.S.S. Chicago, a submarine, through the 721 Club. He also listed he has been a member of the American Legion post 758 in Chicago for over 20 years. Mr. Collins said that about 8 years ago they began working on the preservation and repair of the U.S.S. Yorktown, an aircraft carrier near Charleston, SC. He added they have been a supporter of the foundation that maintains that ship. Mr. Collins professed his pride in his veteran status and his company's commitment to veterans. He said he cannot stress how important this designation is to them as a veteran-owned small business. Mr. Collins affirmed that without it they are going to have to make some very difficult staffing choices in the future.

John Storino stated he works for Jenner & Block in Chicago and has represented Collins Engineers, Inc. for roughly 20 years. He disclosed that they submitted appeal documents on March 19th in response to the February 22nd decertification ruling. He explained he will highlight the critical points in their appeal. Mr. Storino outlined that there are 5 requirements in order for a company to be certified. He listed that 1) they must be small business that doesn't exceed the sales limitations in the regulations, which Collins Engineers, Inc. meets as their sales were under \$75 million; 2) they must be

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an authorized business registered in the State of Illinois, which Collins Engineers has been registered with the state as a corporation continuously since 1979; and 3) the home office of the business must be in Illinois, and Collins Engineers' office has always been in Illinois, currently at 550 W. Jackson Avenue, Chicago, Illinois. Mr. Storino added that the decertification notification didn't take issue with any of the preceding requirements so he would not further address those. He continued with the final 2 requirements, 4) 51% ownership by qualified veterans who are Illinois residents; Mr. Collins is a qualified veteran, his personal address is in LaGrange, Illinois, and he has 51% ownership of Collins Engineers; 5) control of the company; Mr. Collins owns 100% of the voting stock and a 51% majority of the non-common voting stock.

Mr. Storino pointed out that this is the exact same ownership structure in place when Collins Engineers, Inc. was originally certified as a veteran-owned business in 2014. He stated that the decertification decision mistakenly found that Mr. Collins owns 434.422 total shares, 10 voting shares and 424.442 common shares while there were a total 1000 shares issued. Mr. Storino explained that there were two issues a factual and a legal problem. He said the legal and most fundamental problem is it mixes two separate types of stock which should legally be viewed separately. Mr. Storino stated that focusing on the voting shares is crucial to this issue because Mr. Collins has always owned 100% of the voting shares, which has never changed, that impart to Mr. Collins sole and absolute power to make decisions and control the company. Mr. Storino delineated that under the bylaws, the voting stock allows Mr. Collins to unilaterally remove or appoint members of the board of the directors by written consent, at any time for any reason, as well as to solely amend the bylaws himself. He emphasized that simply put these 10 voting shares give him 100% control over the company which that alone one could argue satisfies his ownership over the company.

Mr. Storino detailed that even with that aside, Mr. Collins yet owns 51% of the non-voting common stock demonstrated by the stock certificates they attached to the appeal. He added that specifically Mr. Collins owns 500.0016 of the total 990 shares of the non-voting common stock. Mr. Storino stated that the decertification decision mistakenly determined that Mr. Collins only owned 424.442 common shares. He said this neglected 75.56 additional common shares that were transferred to him in 2014. Mr. Storino explained that the decision acknowledged that those 75 plus the additional 424 gives him the total of 500 common shares which is a majority. He said the remaining 489.9984 shares are owned by the Thomas J. Family Trust with his wife Roxanne and daughter Elizabeth Burkhart as trustees who both work at the company. Mr. Storino explained that the reason for the two classes of stock is simple, the voting stock gives Mr. Collins the rights to control the company while the common stock has nothing to do with control but gives holder of that stock rights to the profits and that's all. He further explained that 49% of the profit goes to the family trust while 51% of the profit goes to Mr. Collins, which is a very common estate planning tool. Mr. Storino concluded that that's the ownership piece and Mr. Collins meets it.

Turning to control of the company, the 5th requirement that the company must be controlled by veterans or service-disabled veterans, Mr. Storino related that the decision appears to find that Mr. Collins does not have control of the company because there were 7 members of the board of directors of which Mr. Collins is only one. He contested that in fact nothing could be further from the truth based on voting shares ownership. Mr. Storino agreed that at the time the application was

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made Mr. Collins was one of 7 members of the board that single fact ignored the reality and legal import of the situation. He stated Mr. Collins is the CEO and Chairman of the board and he directs what the board does. Mr. Storino emphasized that more importantly, legally and practically is that because Mr. Collins is the sole owner of the voting shares of Collins Engineers as mentioned earlier, he has the sole absolute discretion to remove or appoint directors anytime he wants. He added that Mr. Collins has the ability to reconstitute the board to make it whatever he wants whenever he wants, or he could change the bylaws. Mr. Storino explained that the power Mr. Collins holds is not just theoretical. He told that in May of 2019 Mr. Collins removed all other directors and made himself sole director. Mr. Storino pointed out that they had attached the written consent of that action as exhibit E in their appeal. He stated that it is clear the people on the board of directors serve at Mr. Collins' pleasure. Mr. Storino outlined that when the decertification decision finds that the Board of Directors controls Mr. Collins even assuming that is true, Mr. Collins can remove the board of directors anytime he wants and therefore has the ultimate control over the company and meets the requirements in the statute. Mr. Storino added that although they think this is clear, in an abundance of caution Mr. Collins exercised his control as a sole voting shareholder and executed a written consent which did two things; amended the bylaws so that now there is only one director on the board, and he designated himself as the sole director. He noted this is exhibit G in the documents. Mr. Storino summed up that at this point Mr. Collins is sole director and they believe that then and more clearly now they meet the control aspect of the regulation.

Mr. Storino presented that the decertification also discussed the day-to-day management of the company. He said that it found it appeared on the application that Mr. Collins had no management responsibility. Mr. Storino said that the ruling points to the board of directors having control over the company, which has been discussed. He added that it also notes there are vice presidents involved in the day to day management of the company. Mr. Storino offered that as Mr. Collins alluded to in his opening remarks, maybe he did not understand the application or it was misconstrued which they will discuss, but they believe that what was found is just not accurate. He directed attention to section 5 of the application, the control aspect which asks for a listing of individuals at the company in charge of various activities and requests assignment of percentages of responsibility for each individual in performance of various tasks such as estimation, marketing, sales, hiring and firing of personnel, supervision, contract negotiations, which they did provide rough estimations adding to 100%.

Mr. Storino explained that Mr. Collins viewed the request as the amount of time each of those individuals worked on those different activities. He said for estimation they listed everyone who had some involvement in the estimation process and assigned who did the most work on those tasks. Mr. Storino cited that at the outset at the beginning of the application it was stated that Mr. Collins was involved in each of these various activities enumerated in the application but not surprisingly his level of involvement fluctuated up and down among the different tasks. He pointed out that Mr. Collins had a high percentage of responsibility in the more significant tasks, for example; acquisition of credit lines was 90%; co-signing and signing loans was 100%; major purchases or acquisitions was 25%; contract signing 25%, because Mr. Collins did the majority of the work in these areas. Mr. Storino stated that for the less meaningful activities he had a lower percentage of responsibility for example in estimation it was 10% which was viewed as low. He countered that this is not the case in the

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estimation process because that 10% reflects Mr. Collins' exercising final review, analysis and ultimate approval for estimations. Mr. Storino pointed out that in estimations of construction jobs, people lower on the food chain prepare the first drafts until it filters up to Mr. Collins. He said those other people do 90% of the work while Mr. Collins performs the critical 10% of final approval which is the same with all other aspects of the business which he will not go through all of them.

Mr. Storino explained that Mr. Collins' responses may have been confusing or not properly implemented but they believe that he does exercise real, meaningful day-to-day control of the company. He noted that they attached a declaration, exhibit H, to their appellate documents that demonstrates Mr. Collins' day-to-day level of management and how he is meaningfully controlling the company. Mr. Storino highlighted from that declaration that Mr. Collins supervises the hiring and firing of key personnel, such as executives and engineering personnel; he determines their compensation; he reviews and approves the material contracts for the business; and he supervises all the financial matters including review and approval of Collins Engineers \$3 million line of credit with Chase Bank. Mr. Storino attested that Mr. Collins personally guaranteed that line of credit to Chase Bank which he proclaimed that to him demonstrates his knowledge and control of the business because it would be unwise and reckless for someone to do so if they weren't involved in the day-to-day activity of the company and didn't know how that money was being spent and by whom. Mr. Storino continued highlighting from the declaration that Mr. Collins reviews and approves the financial statements; he approves any significant capital or material expenditure; he has and continues to serve as the public face of Collins Engineers at events, trade shows and interfacing with key customers; he is in sole control of any governance documents; and he is in charge of legal oversight and regulatory matters.

Mr. Storino reiterated that Mr. Collins is still registered with the State of Illinois as the professional engineer in that office, meaning he holds the ultimate responsibility for all engineering projects at the firm in the Illinois office and if something happens the buck stops with him. Mr. Storino pointed out that the regulations asks if the owner has the ability to perform the tasks required which Mr. Collins does. He explained that Mr. Collins started the company 40 years ago and is the most sophisticated engineer in the office. Mr. Storino stated that the decertification also delineates that the directors and vice presidents are involved in the day-to-day operation of the company. He said their response to that is of course they are since there are 250 employees at Collins, but that the mere fact that there are vice presidents supervising aspects of the company doesn't mean that Mr. Collins is not in control, but it misses that fact that they all ultimately report to Mr. Collins. Mr. Storino attested that Mr. Collins holds weekly meetings with the vice presidents and managers where he provides review, oversight, direction and approval of their proposed activity. He elucidated that in a company that size the decision-maker must establish a reporting structure to accommodate the need for various issues handled on a diverse variety of projects. Mr. Storino indicated that the key factor in this case is that the vice presidents are supervised by and obtain approval from Mr. Collins for the material decisions they are making. He said this type of supervision of an executive team has been approved at the federal level in similar programs although they didn't find any cases in Illinois. Mr. Storino detailed that the Federal Small Business Office of Hearings and Appeals considered similar eligibility questions for veteran-owned businesses seeking federal contracts and in its decisions it is acknowledged that the daily operations and management of the concern includes "supervision of the

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executive team”, recognizing that one person can’t do it all. He emphasized that Mr. Collins’ daily control over the company is demonstrated through his supervision of the management team which is noted in the declaration and that he is exercising direct authority over their key decisions, meets with them weekly, he knows and can approve of what they are doing and with that they strongly believe Mr. Collins meets the requirements to recertify. Mr. Storino declared with that they strongly believe Mr. Collins meets the ownership and control requirements and asked that the panel reverse the February 22nd decision and recertify Collins Engineers as a veteran-owned business. He said he was happy to take any questions.

VI. Questions from Committee Members

Mr. Gutierrez noted they indicated an amendment to the bylaws, but the documentations provided in terms of the supplemental appeal did not provide an updated or indicated there were some amended bylaws that were submitted and note that Mr. Storino pointed out in Exhibit D there is a request in the shareholders that there is a change in the bylaws. He said the bylaws submitted did not reflect the amended bylaws as to the change that was presented in the evidence in section D. Mr. Storino replied he believed he understood the question. He continued, detailing that the bylaws themselves are edited and revised via the consent. He said Exhibit G holds the most recent revision to the bylaws where Mr. Collins reconstitutes the board to be one person, himself self-appointed. Mr. Storino reiterated that the consent amends the bylaws. He added that sometimes the lawyers will recommend to clean this up and they do so at their annual meeting by redoing the bylaws, but he underscored that both the 2019 and March 9, 2020 consents are the amendments to the bylaws.

Mr. Storino asked if this answered the question. Mr. Gutierrez responded yes and no. He stated the amendments that were provided where it says that on the bylaws states amended and restated bylaws and they were adopted by Collins Engineers board on December 9, 2019, so he understood that he was amending the bylaws in article 3 section 2 pursuant to the shareholders meeting but that it’s not reflected in the bylaws. Mr. Storino responded that the bylaws are in Exhibit C because Mr. Collins is the only voting shareholder and that when he decides to do it becomes the shareholder’s meeting. He explained that Mr. Collins doesn’t have to call anybody together or get a quorum and he owns 100% of the voting shares so if they look at article 3, section 2 it states that if they want to change the directors they shall be elected at an annual meeting of the shareholders, that’s Mr. Collins, he’s the only voting shareholder and can issue those consents like he did in May of 2019 and March of 2020 because he is the sole voting shareholder. He asked if this answered the question.

Mr. Gutierrez replied yes but had an additional question. He asked if he would provide them with updated bylaws reflecting the change that was in effect in Exhibit D where it changes article 3 section 2 to 1? Mr. Storino queried whether he was asking about the stock ownership? Mr. Gutierrez replied no. He said the agreement where the shareholder held the meeting that modified the bylaws with the language that one board of directors would be elected, his question would be would that be reflected later on or when do they expect to see the reflection in the bylaws of the amendment to article 3 section 2? Mr. Storino agreed, stating they can amend the bylaws if that will move it along but as a matter of legality the middle of the consent that was executed on March 9, 2020 states that effective immediately following the preceding resolution the shareholder, Mr. Collins, proves and

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adopts an amendment to the bylaws such that the first sentence of article 2, section 2 of the bylaws is amended and restated to read in its entirety as follows; “except as otherwise provided by law or articles of incorporation, property affairs and business in the corporation shall be managed by its board of directors consisting of one person” and that is Mr. Collins. Mr. Storino said he understood what Mr. Gutierrez was saying because he is not a corporate lawyer and had one help him with this. He said it is not intuitive to have bylaws and then amend them by different consents, but the corporate lawyer explained that’s how it works which is why people keep minute books. Mr. Storino detailed they as the corporate counsel of Collins Engineers keep the bylaws and minute books which have all the consents Mr. Collins has issued which all together make up the bylaws. He clarified that if they would like a cleaned-up version where all the amendments are in place, they can do that.

Mr. Gutierrez moved the floor to the chairperson. Chair Patterson asked if they make the amendment and provide it to the Committee would it be recognized as part of the appeal. Mr. Gutierrez responded that is correct. Chair Patterson stated he believed that would be fair and should be done. Mr. Storino said he didn’t have a problem doing the bylaws but wanted to make clear that as matter of legality the bylaws are already amended and were amended on March 9, 2020 when Mr. Collins signed that consent because he is the sole shareholder, he can do it, it is totally within his power to do so, he doesn’t have to call an annual meeting nor give notice to anybody because he owns all the voting shares. He added that he understands that as a matter of corporate law it has already happened but if they want to see it all in one place, he will have a corporate person redo the bylaws and get them to him.

Member Vaughn thanked Mr. Collins for his service. He asked why the board was disbanded May 2019. Mr. Collins responded that at that point they were in the process of forming the board, they had had a few meetings, wanted to make some changes to the way things were done and update the bylaws so it was better for him to just do it, not go through the board procedures with 7 different people and move more quickly on it so they disbanded, then elected the board back again in December 2019. Member Vaughn pointed out that they disbanded again and asked if this was because of the denial. Mr. Collins confirmed that they wanted to remove any possible doubt they may have about who was running the company. He further explained that the same people are there offering advice as they do now, they just won’t have the title of board of director and he will continue to have what amounts to the final decision. Mr. Collins pointed out that their goal is to try to do things with a consensus which always went his way since he owns the shares.

Member Vaughn asked him to expand on how losing certification will negatively affect the business. Mr. Collins detailed that the Illinois Toll Road comes out with service bulletins from which they make selections. He said he doesn’t know exactly because they won’t tell them, but they believe they were recently selected for a \$150 million project to be spread over 5 years and when they were no longer listed on the website as being certified Kristen Bennet from the Illinois Toll Road called him to ask about it. He said she didn’t know they had been decertified and called to make sure they were certified. He stated they believe they had been selected which they cannot prove but that’s what he thinks that was about. Mr. Collins said they are now on a team for the Quincy Veterans Home reconstruction/rehabilitation project for the Capital Development Board. He added they are one of two teams that have been shortlisted and he thinks they will be interviewed in May but if at that time

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they are not VOSB certified, it's up to the Capital Development Board., but he thinks it would be difficult for them to select their team because that is one of the requirements for assembling the team.

Mr. Storino interjected that to clarify, the Illinois State Highway and Capital Development Board will require that certain portions of the team will need to have the VOSB designation which is why they believe Collins Engineering was up for and close to the one for the Illinois State Highway and then did not get it because on February 22nd the certification was lost. Mr. Collins affirmed that the Capital Development Board and Illinois Tollway are the two who have the specific requirements in their Request for Proposal. He said he believes there is a general statewide guidance that agencies should use veteran-owned small business but it's only those two who have formal procedures of which he is aware.

Chair Patterson asked if there were any further questions. There were none. Chair Patterson motioned to move to executive session. Mr. Ngwayah indicated that after questions the next thing is final statement. Chair Patterson gave the floor to Mr. Collins for final remarks.

VII. Final Statement – Collins Engineers, Inc.

Mr. Collins thanked the Committee for the opportunity to present. He expressed that he cannot emphasize how involved he is in his company. Mr. Collins said Mr. Storino pointed out some of the things and the affidavit listed many of the things point by point. He elaborated that he has been working on this company for 40 years, 1st as the sole employee when they started and they now have some great engineers working for them which is one of the things he really likes because he was able to find some people who do a lot of things better than him, or who are better than him, and some who do things he hates to do, but that they have helped make the company grow.

Mr. Collins explained that as they were growing up, his kids worked for the company as soon as they got into high school. He said some liked it some didn't. He stated that 3 of his kids work there now. Mr. Collins emphasized it's a family-owned business and they have a family trust that owns 49% of the shares of the company. He explained it was done that way for estate planning purposes so that there won't be a large inheritance tax to pay and they were working within the limitations of the estate tax. He affirmed it's not somebody outside who controls those shares, but it is his wife and kids and he does have some influence there. Mr. Collins stated it definitely is Collins Engineers, Inc. and has been that for a long time. He premised that the Illinois State Tollway, Capital Development Board as well as the Illinois Department of Transportation, all of those people have been happy with their work and he hopes they can keep doing that work with the engineers that they have.

Mr. Storino thanked everyone for their time, for getting the meeting together so quickly and complimented the technology. He brought up the 49% common shares held in trust and emphasized that only entitles that trust to the profits and they have no control over the company. Mr. Storino predicated that Mr. Collins has always owned all the voting stock, which is why there are two different classes of stock and as discussed at length he can do whatever he wants with the company because he owns all the voting stock. Mr. Storino reiterated that they are happy to update the

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bylaws but reassured the committee that once Mr. Collins signs those consents, they are legally binding, they become and amend the bylaws and they have to be read all together which is why companies keep minute books. He agreed they are not perfect in one document but that's the way it works. Lastly, Mr. Storino noted he has been representing Collins for 20 years and people always tell lawyers you don't vouch for your client, stay dispassionate, but it's a great thing in this company that Mr. Collins is totally involved, running the show, when an issue comes up he is interacting with Mr. Collins, members of his family, this is a guy who lives and breathes this company, he grew it from one person to 250, he has total control and isn't letting go anytime soon for better or for worse. Mr. Collins also thanked everyone. Chair Patterson stated he appreciated Mr. Collins' service and their presentation which was very thorough. He suggested they move into Executive Session.

VIII. Vote on Decision

Deliberations were held, votes taken, and the following recommendations were made:

- **Collins Engineers, Inc.** – Recommended overturning the denial

IX. Adjournment

Member Vaughn moved to adjourn. Member Mandeville seconded. The meeting adjourned at 2:38 pm.

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