

**EXECUTIVE SESSION OF THE BOARD OF
COMMISSIONERS OF THE METRO EAST
SANITARY DISTRICT, ST. CLAIR AND
MADISON COUNTIES, ILLINOIS HELD ON
TUESDAY, DECEMBER 31, 2019 AT 1800 EDISON
AVENUE, GRANITE CITY, ILLINOIS AT 4:03 P.M.**

President Brinza called the meeting to order and the Clerk recorded the attendance.

The following was the attendance:

Present: Commissioners Brinza, Krekovich and Dixon

Absent: Commissioners McCall, Darwin

Metro East Sanitary District employees attending the meeting were Executive Director Adler, Deputy Executive Director Sawicki and Attorney Craney.

Executive Director Adler commented:

What I would like to do is terminate my contract since I do not meet the residency requirements and hire Mr. Economy since he is an ex-commissioner and been here for many years. I would serve under Mr. Economy with a new contract. There are some provisions in the contract that I am due so unless there is a hostile takeover, I would not pursue those as a matter of honor.

President Brinza "I guess what I propose that we come back into regular session and what is the proper order of doing this is to accept the resignation?"

Attorney Craney reported:

Let me be clear about this, I represent the Board and the District. I do not represent Steve Adler to give him advice on contract matters. The record needs to clearly reflect is he resigning or terminating his employment those are different things.

December 3, 2019

Page 2

President Brinza “Since the offer was there, I would be willing to accept his resignation.”

Attorney Craney “That is not what I heard him say.”

Executive Director Adler commented:

I would prefer to be terminated. The reasons for that is if you terminate me due to residency reason, later on if I choose to, I can take action. Being honorable people if there is not a hostile takeover, I do not intend to pursue any action. I will ask Mr. Economy if I can stay on under him for a temporary time. I can see myself moving on pretty quickly.

Attorney Craney reported:

“Let’s be clear for the record and talk about the implications. A resignation he would walk away from his contract and would not have any recourse. Remember the contract says if he exits early, he does not get benefits for the term of the contract. If he is terminated without cause he will get benefits throughout the period until 2021. In this situation if we say the District is terminating you because of residency due to a Statute that may or may not be taking effect it is probably without cause. As he has acknowledged by doing this you are probably giving him an opportunity to pursue a remedy for his contract. I am just clarifying where we stand.

Executive Director Adler “As a matter of honor I am not going back on the people that have been good to me. I am open to negotiating the implications of that if you wish.”

You had asked me about the appropriate order so first take action in respect to Steve. Second to have a vote to appoint whoever you are going to appoint.

President Brinza “First terminate due to residency requirement in potential implementing Statute. Second appoint Andrew Economy as the new Executive Director and then recommend Steve Adler to join as a Deputy Executive Director during this time of turnover.”

I want to also advise you that remember we have a lawsuit filed challenging the enforceability of the amendment to the MESD Statute by trying to push the 5th Board member. What we don’t want someone to do as a matter of law that we recognize by firing Steve because of the

residency requirement. You tell me if I am wrong you are the Board, you are my client. My perception of what you are really doing is avoiding litigation over the issue. It is not necessarily that you are conceding that the Statute is enforceable, you just do not what to litigate that issue. We are already going to litigate the conflict of interest with Mayor Hagnauer. Let's not go into a second litigation over the residency requirement. If that is what I believe you are doing then the motion you would want to make would be:

While we don't concede that the amendments to MESD Statute are enforceable or valid. The District would like to avoid further litigation over the issue of the Executive Directors residency requirement, for that reason I would make a motion to terminate Steve Adler's employment as Executive Director effective immediately.

There being no further business, Motion Commissioner Krekovich: seconded

Commissioner Dixon to adjourn.

Upon roll call, the motion carried by the following vote:

Present: Commissioners Brinza, Krekovich and Dixon

Absent: Commissioners McCall, Darwin

So adjourned at 4:18 P.M.

Clerk