



Illinois Commission on Equity and Inclusion

Nina Harris, Chairperson
Alexandria Wilson, Executive Director
115 S LaSalle Street, Suite 4N
Chicago, IL 60603

APPROVED APR - 9 2025

NOTICE

Business Enterprise Council for Minorities, Females and Persons with Disabilities

CERTIFICATION SUBCOMMITTEE MEETING

Tuesday, March 25, 2025

1:30 pm – 3:30 pm

**Location: Illinois Commission on Equity and Inclusion, 115 S. LaSalle Street, 4th Floor – Lincoln
Conference Room, Chicago, IL 60603**

Virtual: Webex Meeting

MINUTES

I. Call to Order

- Subcommittee Chair Alan Brazil called the meeting to order at 1:31 p.m.
 - In accordance with the Illinois Open Meetings Act, 5 ILCS 120/1 et seq., the Commission provided telephonic and video access to the meeting so that members of the public can monitor the meeting and has updated its website to keep the public fully apprised of the Commission activities relating to virtual participation.
- Roll Call of Subcommittee Members
 - CEI Deputy Director Latasha Binder conducted roll call. A quorum of the public body was present.

BEP Council				
ATTENDANCE ROSTER: COUNCIL MEMBERS				
Members	Present			Absent
	In person Chicago	In person Springfield	via Webex	
Alan Brazil			X	
Bola Delano				X
Andrew Johnson	X			
Jesse Martinez				X
Olivier Kamanzi	X			
Arielle Johnson				X



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Agency Representatives

BEP Council				
ATTENDANCE ROSTER: Agency Representatives				
Agency	Representative	Present		
		In person - Chicago	In person - Springfield	via Webex
Illinois Commission on Equity and Inclusion	Hilaree Butler	X		
	Angela Phillips			X
	Carlos Gutierrez	X		
	Jacob Perez			X
	LaTasha Binder	X		
	Robin Streets			X
	Alexandria Wilson			X
	Nina Harris			X

II. Minutes: January 17th, 2025 (Action)

- A. Chair Brazil suggested a motion to approve minutes. Motion to approve minutes made by Member Olivier Kamanzi. Seconded by Member Andrew Johnson
- B. Motion passed by vote.

III. Ongoing Business

- A. BEP Certification Unit Report – LaTasha Binder, CEI Deputy Director
 - i. VIVA system is 94% complete.
 - ii. Active Files in Portal (as of March 21, 2025): 34.46% African American, 32.20%, Caucasian American, 19.17% Hispanic American, 13.54% Asian American, 0.45% American Indian or Alaska Native, 0.28% Native Hawaiian or other Pacific Islander.
 - iii. Portal Progress: 94% completion overall (Certification: 98%, Compliance: 5%).
 - iv. Development of the Mentor Protégé Module to follow priority modules.
 - v. The Certification model is improving, and the team continues to assist vendors navigating the SDMP process.
 - vi. Events: APEX Accelerator Contractor Event (March 11-12), Calumet Job Resource Fair (March 21), City of Chicago Construction Summit (March 27)

IV. New Business

- A. MLS Construction & Roofing, Inc. Certification Appeal (Action)

In accordance with the Illinois Open Meetings Act (5 ILCS 120) and the Freedom of Information Act (5 ILCS 140) the above meeting is open to the public.



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- i. Fact Overview – CEI Certification Unit - Presented by Carlos Gutierrez, Certification Manager):
 - a. Stock Pledge & Loan Agreement: 510 shares (51% ownership) are pledged as collateral for a \$969,000 loan to a non-qualifying individual, Mr. Matthew Meierkort, giving him majority control until the loan due April 14, 2029.
 - b. Financial Control: The bank signature card allows Mr. Matthew Meierkort to access company funds and indebted the company without oversight from Mr. Torres.
 - c. Corporate Governance: The board structure (two members) requires both present for quorum, giving Mr. Matthew Meierkort substantial influence.
 - ii. Vendor Testimonial
 - a. Mr. David Torres argued he retains financial oversight and management control. Member Johnson pointed out that Mr. Matthew Meierkort's financial authority contradicts BEP requirements.
 - iii. Subcommittee Discussion
 - a. Member Olivier Kamanzi inquired about Mr. Torres' personal financial contributions, and Torres cited waiving \$180,000 in salary over two years.
 - b. Mr. Torres was informed he could appeal to the Full BEP Council via a formal letter.
 - iv. Subcommittee Vote
 - a. Member Johnson moved to uphold the denial, seconded by Member Kamanzi. Motion carried by vote.
- B. Road Fabrics, Inc. Certification Appeal (Action)**
- i. Fact Overview – CEI Certification - Unit Presented by Carlos Gutierrez, Certification Manager
 - a. The company is owned by RWS Holdings, making control indirect.
 - b. By March 12, 2024, all listed board members were non-qualifying.
 - ii. Vendor Testimonial
 - a. Ms. Emily Roche, majority shareholder, stated she resolved concerns by removing other board members on February 26, 2025, making her the sole director. She also removed Larry Powers from the bank account, ensuring sole financial control.
 - iii. Subcommittee Discussion
 - a. Member Andrew Johnson stated that since the issue of the Board of Directors cleared up and if there were a new signature card he would vote to rescind the denial.
 - b. Member Olivier Kamanzi asked if Ms. Roche was the sole shareholder. She clarified that she is the majority shareholder. When asked if she had amended the bylaws after removing other board members, Ms. Roche confirmed that she did not amend her bylaws.
 - iv. Subcommittee Vote

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- a. Member Johnson motioned to rescind the denial and approve the appeal, seconded by Member Kamanzi. Motion carried.
- C. **Kistner Eddy Executive Services, Inc. Certification Appeal (Action)**
- i. **Fact Overview – CEI Certification Unit Presented by Carlos Gutierrez, Manager.**
 - a. The bylaws previously required a two-thirds (66%) quorum, limiting control. However, the quorum was reduced to 51% as of February 5, 2025.
 - b. Bank signature authority still permits non-qualifying individuals to transact business.
 - ii. **Vendor Testimonial**
 - a. Ms. Heather A. Kistner of Kistner Eddy Executive Services, Inc was present in Chicago to speak to the committee.
 - b. The company was founded in 2013 after purchasing it from a previous employer. The initial ownership structure did not meet certification requirements, but as of February 25, 2025, ownership has been adjusted to 67.23%.
 - c. Additionally, new financial authorization policies were implemented so that contracts over \$10,000 must be signed by Ms. Kistner. Operational expenses over \$5,000 require approval, and day-to-day payroll is reviewed quarterly. Ms. Kistner is now the only one authorized to incur company debt.
 - d. Ms. Kistner is willing to open a new account if required by the committee to clarify sole financial control.
 - iii. **Subcommittee Discussion**
 - a. The applicant provided evidence of full managerial control, handling contracts, hiring, payroll, and financial decisions. Governance concerns were resolved through bylaw amendments, but financial control concerns remained.
 - iv. **Subcommittee Vote**
 - a. Member Kamanzi moved to approve the appeal subject to updating the bank signature card to reflect sole authority. Seconded by Member Johnson. Motion carried.
- V. **Public Comment**
- Rebecca Canty (Owner, Capital City Cleaners) -Ms. Canty finds it redundant and burdensome to resubmit unchanged documents, despite affirming no changes in the No Change Affidavit. She believes this requirement is punitive and unproductive for small businesses.
- VI. **Adjournment (Action)**
- A. Member Olivier Kamanzi made a motion to adjourn the meeting, seconded by Member Andrew Johnson. Motion passed by vote.
 - B. Chair Brazil adjourned the meeting at 2:38 p.m.

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