

IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
WESTERN DIVISION

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CLERK  
U. S. DISTRICT COURT

**Demetric Bell, Marilyn Berry, Catherine Brown,  
Kimberly Buchanan, Gilberto Gonzalez, Timmy  
Link, Eddie Manning, Jr., Kim Nachampassack,  
Duane Parks, Brenda Riley, Darnel Royal,  
Robin Sallis, Velma Sanders, Barbara Smith,  
Tony Triplett, and Janet Wilkins, individually  
and on behalf of similarly situated persons,**

Plaintiffs,

vs.

**Woodward Governor Company,**

Defendant.

**03C50190**

Case No. \_\_\_\_\_

Class Action

Judge Philip Reinhard

Magistrate Judge Mahoney

Jury Trial Demanded

**CLASS ACTION COMPLAINT**

The plaintiffs, individually and on behalf of similarly situated persons, complain of defendant Woodward Governor Company as follows:

**NATURE OF THE ACTION**

1. This is a class action brought under the Civil Rights Act of 1866, 42 U.S.C. § 1981,<sup>1</sup> as amended by the Civil Rights Act of 1991, 42 U.S.C. § 1981A, seeking to redress unlawful employment practices on the basis of race and to remedy defendant's interference with the rights of plaintiffs and other similarly situated persons to make, enter into and enforce contracts. Plaintiffs further allege that defendant has engaged in a general and pervasive corporate policy and pattern and practice of discrimination against minorities in employment. Defendant's conduct as complained of herein constitutes intentional race discrimination, and defendant's practices as complained of herein have a discriminatory impact on minority employees.

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<sup>1</sup> Each of the named plaintiffs has also filed a Charge of Discrimination with the U.S. Equal Employment Opportunity Commission ("EEOC"), under Title VII, 42 U.S.C. § 2000e et. seq. The §1981 claims are brought at this time because of the longer statute of limitations period under §1981. Plaintiffs will seek to join their individual and class Title VII disparate treatment and disparate impact claims upon receipt of their Right to Sue letters.

**JURISDICTION AND VENUE**

2. This court has jurisdiction pursuant to 28 U.S.C. §§1331, 1337 and 1343.
3. Venue is proper because the unlawful conduct alleged herein was committed and continues to occur within the boundaries of the Northern District of Illinois, Western Division.
4. Plaintiff Demetric Bell is an African-American citizen of the United States who resides in Winnebago County, Illinois.
5. Plaintiff Marilyn Berry is an African-American citizen of the United States who resides in Winnebago County, Illinois.
6. Plaintiff Catherine Brown is an African-American citizen of the United States who resides in Winnebago County, Illinois.
7. Plaintiff Kimberly Buchanan is an African-American citizen of the United States who resides in Winnebago County, Illinois.
8. Plaintiff Gilberto Gonzalez is an Hispanic citizen of the United States who resides in Winnebago County, Illinois.
9. Plaintiff Timmy Link is an African-American citizen of the United States who resides in Rock County, Wisconsin.
10. Plaintiff Eddie Manning, Jr. is an African-American citizen of the United States who resides in Winnebago County, Illinois.
11. Plaintiff Kim Nachampassack is an Asian-American citizen of the United States who resides in Winnebago County, Illinois.
12. Plaintiff Duane Parks is an African-American citizen of the United States who resides in Winnebago County, Illinois.
13. Plaintiff Brenda Riley is an African-American citizen of the United States who resides in Winnebago County, Illinois.
14. Plaintiff Darnel Royal is an African-American citizen of the United States who resides in Winnebago County, Illinois.

15. Plaintiff Robin Sallis is an African-American citizen of the United States who resides in Rock County, Wisconsin.

16. Plaintiff Velma Sanders is an African-American citizen of the United States who resides in Winnebago County, Illinois.

17. Plaintiff Barbara Smith is an African-American citizen of the United States who resides in Winnebago County, Illinois.

18. Plaintiff Tony Triplett is an African-American citizen of the United States who resides in Winnebago County, Illinois.

19. Plaintiff Janet Wilkins is an African-American citizen of the United States who resides in Winnebago County, Illinois.

20. Defendant Woodward Governor Company is a Delaware Corporation doing business in the State of Illinois and the City of Rockford, Illinois. At all relevant times, the defendant has employed more than five hundred persons.

### **BACKGROUND**

21. Woodward Governor Company was founded in 1870. The Company designs and manufactures hydromechanical and electronic controls, fuel delivery systems, actuators, valves and related components. In 2002, the Company had sales in excess of \$679,000,000. The Company is headquartered in Rockford, Illinois, and has approximately 3,500 employees at facilities throughout the country. The Company employs over 1,000 persons at facilities in Rockford, Illinois and Rockton, Illinois.

22. As set forth below, for many years Woodward Governor has engaged in a pervasive company-wide pattern and practice of discrimination against African-Americans, Hispanics and other minorities with respect to compensation, promotions, hiring, and other terms and conditions of employment. African-Americans, Hispanics and other minorities are under-represented in Woodward Governor Company's work force and severely under-represented in the Company's management and supervisory levels.

23. For example, although African-Americans make up over 15% of the local population and comprise at least 13% of the civilian labor force. (U.S. Census EEO Special File and Public Use Data Tapes), Woodward Governor Company currently employs less than 3% African-American employees. This is less than comparable to other employers in the Rockford area, including Ingersoll Milling Machine Company and Sundstrand.

24. Each plaintiff asserts a claim of pervasive company-wide pattern and practice race discrimination and each plaintiff seeks injunctive relief to eradicate company-wide discriminatory practices, regardless of whether a class is certified. The Company's unlawful pattern of conduct has adversely affected all the plaintiffs.

25. The discriminatory conduct against minorities that defendant has engaged in includes, but is not limited to the following:

- a. defendant has paid lower wages to minority employees as compared to the wages paid to white employees;
- b. defendant has failed to advance minority employees into higher level classifications and jobs within the company in the same manner that it has advanced and promoted white employees;
- c. defendant has subjected minority employees to a racially hostile work environment, and has tolerated racial slurs and stereotypes of minority employees;
- d. defendant has failed to investigate or act upon legitimate complaints about discrimination raised by minority employees;
- e. defendant has required minority employees to perform out of class work without receiving an appropriate title or wages commensurate with the work performed;
- f. defendant has criticized and disciplined minority employees for talking and associating with each other in the work place, whereas other employees who talk in the workplace are not similarly criticized or disciplined; and
- g. defendant has required employees to refrain from revealing their rate of pay so as to perpetuate discrimination in compensation.

26. At all relevant times, Human Resources and personnel functions have been implemented through a central Human Resources Department. At all relevant times, the Company

has operated through company-wide standard personnel policies. These company-wide policies include policies relating to compensation and the advancement of employees.

27. The criteria used by defendants in determining who to promote or advance in classification are needlessly subjective and infected with racial bias.

28. The criteria used by defendants in determining the compensation of employees are needlessly subjective and infected with racial bias.

### **THE REPRESENTATIVE PLAINTIFFS**

29. Demetric Bell was employed as a machinist by the defendant from 1995 through October 16, 2002. Despite performing his job skillfully, Bell was not advanced beyond the entry level machinist classification (class 1) during his seven years of employment with the Company, nor did he reach the highest salary level corresponding with this classification. During his employment with the Company, Bell was paid less than many comparable white employees with less experience. Bell repeatedly complained about his salary to management and Human Resources, but no action was taken. Bell was also denied training provided to white employees. Because defendant failed to take adequate remedial action, Bell had no choice but to resign.

30. Marilyn Berry has worked for the defendant since 1981. She is currently employed as an S/Process Operator. Plaintiff's current rate of pay is \$13.18/hour. On a continuing basis, Berry has been paid less than white employees with less tenure and skills, who are unable to perform all of the jobs that Berry can.

31. Catherine Brown has worked for the defendant since 1972. She is currently employed as an Administrative Specialist in Engineering Services. Plaintiff's current rate of pay is \$13.38/hour. Prior to receiving a small raise in January 2003, Brown was paid at the same rate as a white female hired less than a year earlier into the same job. During her career, plaintiff has been passed over for promotions to Sales Assistant and Engineering Records positions for which she was qualified. On a continuing basis, Brown has performed job duties above and beyond those of the stated level of her job, but Brown has not been promoted or compensated accordingly.

32. Kimberly Buchanan worked for defendant from April 19, 1999 to April 25, 2003. Buchanan was the only African-American employee in defendant's Corporate division, world wide. Buchanan was hired as a Communications Specialist, Level I at an annual base salary of \$38,012.00. On a continuing and ongoing basis, Defendant failed to pay Buchanan commensurate with her skills, education and job duties, whereas less qualified non African-American employees were promoted and paid disproportionately more than she was. Defendant hired and promoted a similarly situated non African-American employee to a higher level position than Buchanan, Communications Specialist II, on August 21, 2002, while ignoring Buchanan's requests to be promoted to at least Communications Specialist II. Buchanan complained starting in July, 2001, about her pay level, classification level and about being required to perform work above her job classification without being given a promotion or increase in pay. Buchanan was then retaliated against and received a lower raise than to which she was entitled. Buchanan was subjected to different and unfavorable terms and conditions of employment as compared to similarly situated non African-American employees. Buchanan objected to requests by defendant to create the inaccurate perception that its work force was diverse and that it was undertaking programs to increase representation of minorities in its work force and in management. In connection with a meeting concerning "diversity," attended by minority employees who raised complaints about discrimination, Buchanan complained to the head of Human Resources about her compensation and job duties. As a result of these complaints, defendant falsely stated it was finally promoting her to Communication Specialist II, but, instead, terminated her employment for discriminatory and retaliatory reasons. Less tenured, less experienced and less skilled non African-American employees were either not laid off or were offered other jobs within the company. Buchanan was not offered any other jobs. The similarly situated non African-American employee that was hired and promoted over Buchanan was not laid off, even though she was paid more than Buchanan. Buchanan's salary at the time of her termination was \$42,248.00. Defendant denied Buchanan jobs she applied for in the company after she learned she would be laid off based on pretextual reasons.

33. Gilberto Gonzalez is a former Marine and has worked for the defendant since 1990. He is currently employed as a Test Stand Operator. Plaintiff's current rate of pay is \$17.01/hour. During his employment with the defendant, Gonzalez has been paid less than non-minority employees with less or comparable skills, experience or tenure. Despite his excellent job performance, Gonzalez has been kept in lower job classification levels longer than white employees, which adversely affects his pay. Gonzalez has also been subjected to a work environment hostile to Hispanic employees and has been denied training opportunities on the same basis as they are provided to white employees.

34. Timmy Link has worked for the defendant since 1989. He is currently employed as a test stand operator. Until his pay was raised in March 2003 (after the Company learned that the instant litigation would be filed) plaintiff's rate of pay was \$15.27/hour. He was and is paid less than white employees in the same job class with less experience. Despite his excellent job performance, Link has been kept in lower job classifications longer than white employees, which adversely affects his pay.

35. Eddie Manning has worked for the defendant since 1991. He is currently employed as a Deburrer Lead Person. Plaintiff's current rate of pay is \$16.25/hour. During his employment with defendant, Manning has been paid less than non-minority employees with less or comparable skills, experience or tenure. Despite his excellent job performance, Manning has been kept longer in lower job classification levels than white employees, which adversely affects his pay. When Manning was promoted to the job of "lead" or working leader, he was not given a commensurate pay increase. He has also been subjected to a work environment hostile to African-American employees.

36. Kim Nachampassack first worked for the defendant in 1990. She is currently paid at the rate of \$16.00/hour. During her employment with defendant, Nachampassack has been paid less than non-minority employees with less or comparable skills, experience or tenure. Nachampassack has also been kept in lower job classification levels longer than white employees,

which adversely affects her pay. She has also been denied training provided to similarly situated non-minority employees and has been subjected to unwarranted scrutiny and discipline.

37. Duane Parks has worked for the defendants since 1986. He is currently employed in Finish Assembly. Parks is paid at the rate of \$14.71/hour, which is approximately the same rate as a white employee with 14 less years of service. Parks has also been subject to a work environment hostile to African-American employees, including racially derogatory comments. Parks and other African-American employees have been told not to congregate or speak to each other, while white employees are allowed to do so. When Parks complained to Human Resources, he was told to learn to have a thick skin.

38. Brenda Riley has worked for the defendant since 1980. She is currently employed in HMW/FMW Assembly. Plaintiff's current rate of pay is \$1611.00 on a bi-weekly basis. During her employment with the defendant, Riley has been paid less than non-minority employees with less or comparable skills, experience or tenure. Despite her excellent job performance, Riley has been kept longer in lower job classification levels than white employees, which adversely affects her pay. Unlike white employees, Riley has also been required to perform work above her job classification without commensurate pay.

39. Darnel Royal has worked for the defendant since February 1998. He is currently employed as a security officer and is the only African-American security officer in the company. Royal was discriminatorily demoted into this position from a job in Equipment Services in January 2002 and given a reduction in pay so that defendant could accommodate a white employee. Royal is paid less than white employees with less tenure and skills. For example, Royal has been paid less than four white security officers who were hired subsequent to him. Royal has also been subjected to a hostile work environment during his employment. For example, Royal was told by his supervisor not to talk to a white female employee because this upset other employees. Royal was also singled out by his supervisor to remove a raccoon from a cage trap so that pictures could be



taken of him with the raccoon and then posted throughout the area. Royal was also discriminatorily passed over for promotion to an Inspection position in March 2003.

40. Robin Sallis has worked for the defendant since 1974. She is currently employed as a Level I Assembly Tech. Plaintiff's current rate of pay is \$15.11, which is less than the Company pays white employees in the same job with less tenure. Despite working for defendant since 1974, Sallis has been kept at the entry level classification, which adversely affects her pay. She has trained less qualified and tenured white employees, who have progressed ahead of her through job levels. Sallis has also been denied computer training afforded to white employees.

41. Velma Sanders has worked for defendant since 1989. She is currently employed as an Inspector. Plaintiff's current rate of pay is \$12.70/hour. Plaintiff is paid approximately 25% less than a white employee in the same job class who has comparable experience with the Company. Sanders has trained less qualified and tenured white employees who have progressed ahead of her through job levels and are paid more than Sanders. During her career, Saunders has been subjected to a racially hostile work environment, including racially derogatory comments and unwarranted and disparate discipline.

42. Barbara Smith has worked for defendant since 1983. She is currently employed in Accounts Payable. She is currently paid \$14.06/hour, which is less than what the Company pays a white employee in the same job class who only has two years of full-time service with the Company. Smith has trained less qualified and tenured white employees, (including her supervisor), who have progressed to higher level jobs and are paid more than Smith. In her current job, Smith performs duties of a higher level employee, but has not been promoted or provided commensurate pay. Smith wrote to the CEO of the company to complain generally about racially derogatory remarks being made in the workplace, but did not receive a response.

43. Tony Triplett has worked for the defendant since 1974. He is currently employed as a Machinist. Plaintiff's current rate of pay is \$1506.00 on a bi-weekly basis. During his career with defendant, Triplett has performed a wide variety of jobs and developed broad expertise.

Nonetheless, he has been passed over for management or leadership positions, despite requesting consideration for them, and is paid less than white employees with less skills and experience.

44. Janet Wilkins has worked for the defendant since 1978. She is currently employed as a Reliability Test Technician. Plaintiff's current rate of pay is \$15.57/hour. Despite her excellent job performance, Wilkins has been paid less than white employees with less tenure and skills. For example, white employees with less than half her 24 years of experience are paid as much or more than Wilkins.

#### **WRONGFUL CONDUCT AGAINST THE CLASS**

45. On a continuing basis, defendant has paid the plaintiffs and the class less than similarly situated white employees. On a continuing basis, white employees receive greater raises more often than minority employees, including plaintiffs.

46. Within many departments at Woodward Governor, there is a hierarchy of job classifications. Higher job classifications carry with them the opportunity to earn greater amounts of money and to obtain further advancement. Job classifications are not posted and movement to different levels of job classifications is within the control and discretion of defendant's supervisors and managers. On a continuing and ongoing basis, defendant has failed to advance plaintiffs as well as other minority employees in terms of job classification in the same manner that similarly situated white employees are advanced.

47. On a continuing basis, the plaintiffs and other minority employees have been passed over for promotions or opportunities for advancement, which have been given to white employees with the same or lesser qualifications, experience and tenure. Many of the plaintiffs, as well as other minority employees, have trained white co-workers who have gone on to surpass them in terms of job position and/or salary.

48. As a result of being rejected for promotions and other advancement opportunities for which they were qualified, and their observation that other minority employees have been similarly

treated, plaintiffs and other minority employees have been deterred from applying for or seeking advancement with defendant.

49. The Company's performance evaluation, promotion and advancement processes are unduly subjective, have a disparate impact on minorities, and do not meet standards of job-relatedness and business necessity.

50. On a continuing basis, the plaintiffs and other minority employees are subjected to discrimination in other terms and conditions of employment, including a racially hostile work environment, in which management has tolerated racial slurs and stereotypes of minority employees. Supervisors have condoned and actively participated in this conduct. Some examples of the racial slurs, epithets and conduct that have occurred in the workplace are the following:

- a. the statement made by a Woodward Governor Company supervisor that he didn't like "niggers," and that African-Americans "smell sweet and stink."
- b. the statement made by a Woodward Governor Company supervisor that he would not have sex with "a nasty trash bitch" who was dating a black man.
- c. the statement made by a Woodward Governor Company employee in the presence of the supervisor of one of the plaintiffs' that "if your people continue like this, they'll be back in slavery."
- d. the statement made in a conference attended by management that a white woman had thrown away her life by getting married to an African-American man and that "no decent white man would touch a white woman that had been with a black man."
- e. the statement by a manager to a white employee that she should not "hang around the blacks."
- f. the use of the term "African Engineering" to describe mistakes made in the design process.
- g. the statement at a conference attended by the former CFO that a dark-skinned employee had "forgot to wash his face in the morning."
- h. the direction from a Woodward Governor Company Supervisor to a newly designated African-American lead that "now that he was a lead person he should watch who he hangs around with because he will be judged differently from them (i.e., his black friends)."
- I. the widespread use of demeaning references with regard to the sexual preferences of African-American males.

- j. the widespread stereotyping of the work habits of minority employees (e.g., “lazy blacks,” “he’s the hardest working minority employee”).
- k. the distribution of racially insensitive cartoons and jokes in the workplace.
- l. the pattern of reprimanding African-American employees when they talk with each other in the workplace while allowing whites to freely congregate, even when they are wasting time.

51. Most of the plaintiffs have directly complained to their supervisors or to Human Resources regarding the conditions and conduct described above. Some have complained on repeated occasions. Company officials have ignored these complaints and, on several occasions, have retaliated against persons raising or corroborating such complaints. For example, current and former employees who complained to management about racial slurs were told to “try to get along” with the racist employees or to have “broad shoulders.” In similar fashion, Human Resources personnel have told plaintiffs that they will “look into their complaints,” and then failed to get back to them. In some instances, Human Resources personnel have acknowledged or participated in the offensive conduct, but advised plaintiffs that they should “work things out” with the offending party.

**COUNT I**  
**Section 1981 - Race Discrimination in Compensation**

52. Plaintiffs incorporate and reallege Paragraphs 1 through 51 of this Class Action Complaint.

53. The aforementioned conduct of defendant was racially motivated and constitutes a pattern and practice of discrimination against African-Americans, Hispanics and other minorities in connection with compensation to employees in violation of 42 U.S.C. Sect. 1981. African-Americans, Hispanics and other minorities are continually denied compensation at the levels provided to comparably experienced or qualified white employees.

54. The aforementioned conduct has resulted in damages to each of the representative plaintiffs individually and to the class including, but not limited to, loss of pay, loss of benefits, emotional anguish, humiliation and embarrassment. The foregoing acts of defendant, its agents and

employees, were deliberate, intentional, willful, wanton and malicious and taken with reckless disregard to plaintiffs' civil rights, thereby entitling plaintiffs to punitive damages.

55. Plaintiffs bring this Count individually and as a class action against the defendant pursuant to Fed.R.Civ.P. 23(a), and Rule 23(b)(2) and/or(b)(3). The class consists of all African-American, Hispanic and other minority persons employed by defendant at its facilities in Rockford or Rockton within the applicable limitations period, taking into account that defendant's conduct with respect to race discrimination constitutes a continuing violation.

56. The members of this class are so numerous that joinder of all class members is impracticable. While the exact number of class members can only be ascertained through discovery, plaintiffs allege on information and belief that there are in excess of 50 members of the class.

57. There are questions of law or fact common to the class including, inter alia, whether defendant's policies, practices and procedures with respect to compensation discriminated against African-American, Hispanic and other minority employees; whether defendant's conduct was carried out with discriminatory intent; whether defendant has common defenses; and whether injunctive relief is an appropriate remedy for defendant's conduct.

58. The claims of the representative plaintiffs are typical of the claims of the class members inasmuch as they arise from the same course of conduct and are based upon the same legal theory.

59. The representative plaintiffs and counsel will fairly and adequately protect the interests of the class. The representative plaintiffs do not have interests which are antagonistic to or in conflict with the class. The representative plaintiffs have retained counsel who are competent and experienced in employment discrimination and class litigation.

60. The class can be properly certified under Fed.R.Civ.P. 23(b)(2) in that defendant has acted or refused to act on grounds generally applicable to the class, thereby making appropriate injunctive relief or corresponding declaratory relief with respect to the class as a whole.

61. The class can also be properly certified under Fed.R.Civ.P. 23(b)(3) in that common questions predominate over any questions affecting only individual class members. The same discriminatory compensation practices and policies were applied to deny proper compensation to members of the class.

62. A class action is superior to other available methods for the fair and efficient adjudication of this controversy. There are no other considerations that would militate against the maintenance of this case as a class action.

63. In the event that a plaintiff class is not certified as requested in this Court, the Court should still enter systemic injunctive relief to address the unlawful conduct complained of herein.

64. Plaintiffs demand trial by jury.

**PRAYER FOR RELIEF**

With respect to Count I, plaintiffs respectfully request that this Court:

- A. Determine that this claim should proceed as a class claim on behalf of the class defined herein;
- B. Enter a declaratory judgment finding and declaring that defendant has discriminated against each of the representative plaintiffs individually and against the class in violation of 42 U.S.C. §1981;
- C. Grant a permanent injunction enjoining defendant, its officers, successors, assigns and all persons in active concert or participating with it, from engaging in any conduct which discriminates on the basis of race;
- D. Order defendant to make whole each of the representative plaintiffs individually and class members by providing backpay and prejudgment interest in amounts to be proven at trial and other affirmative relief necessary to eradicate the effects of defendant's unlawful employment practices;
- E. Order defendant to make whole each of the representative plaintiffs individually and class members by providing compensation for past and future pecuniary losses resulting from the unlawful employment practices alleged herein;
- F. Order defendant to make whole each of the representative plaintiffs individually and class members by providing compensation for past and future non-pecuniary losses resulting from the unlawful conduct alleged herein, including humiliation, in amounts to be determined at trial;

- G. Order defendant to pay to each of the representative plaintiffs individually and class members punitive damages for the malicious and reckless conduct alleged herein in amounts to be determined at trial;
- H. Award the representative plaintiffs and the class attorney's fees and costs incurred in this action; and
- I. Grant such other and further relief as the Court deems appropriate.

## COUNT II

### Section 1981 - Race Discrimination in Terms and Conditions of Employment

65. Plaintiffs incorporate and reallege Paragraphs 1 through 51 of this Complaint.

66. The aforementioned conduct of defendant was racially motivated and constitutes discrimination by defendant against each plaintiff individually and other minority employees with respect to the terms and conditions of their employment (including the work environment and opportunities for job advancement, training, promotions and higher job classifications) in violation of 42 U.S.C. Sect. 1981. Defendant has engaged in a pattern and practice of discrimination against African-American, Hispanic and other minority employees in connection with the terms and conditions of their employment.

67. The aforementioned conduct has resulted in damages to each of the plaintiffs individually and to the class including, but not limited to, loss of pay, loss of benefits, emotional anguish, humiliation and embarrassment. The foregoing acts of defendant, its agents and employees, were deliberate, intentional, willful, wanton and malicious and taken with reckless disregard to plaintiffs' civil rights, thereby entitling plaintiffs to punitive damages.

68. Plaintiffs bring this Count individually and as a class action against the defendant pursuant to Fed.R.Civ.P. 23(a), and Rule 23(b)(2) and/or(b)(3). The class consists of all African-American, Hispanic or other minority persons employed by defendant at its facilities in Rockford or Rockton who have been discriminated against in connection with the terms and conditions of their employment (including the work environment and opportunities for promotions, transfers, training, increases in job classification or other opportunities for advancement) within the applicable limitations period.

69. The members of this class are so numerous that joinder of all class members is impracticable. While the exact number of class members can only be ascertained through discovery, plaintiffs allege on information and belief that there are in excess of 50 members of the class.

70. There are questions of law or fact common to the class, including, inter alia, whether defendant's company-wide personnel policies and practices discriminated against minority employees; whether defendant's conduct was carried out with discriminatory intent; whether defendant has common defenses; and whether injunctive relief is an appropriate remedy for defendant's conduct.

71. The claims of the representative plaintiffs are typical of the claims of the class members inasmuch as they arise from the same course of conduct and are based upon the same legal theory.

72. The representative plaintiffs and counsel will fairly and adequately protect the interests of the class. The representative plaintiffs do not have interests which are antagonistic to or in conflict with the class. The representative plaintiffs have retained counsel who are competent and experienced in employment discrimination and class litigation.

73. The class can be properly certified under Fed.R.Civ.P. 23(b)(2) in that defendant has acted or refused to act on grounds generally applicable to the class, thereby making appropriate injunctive relief or corresponding declaratory relief with respect to the class as a whole.

74. The class can also be properly certified under Fed.R.Civ.P. 23(b)(3) in that common questions predominate over any questions affecting only individual class members. The same discriminatory promotion practices and policies were applied to deny promotions to members of the class.

75. A class action is superior to other available methods for the fair and efficient adjudication of this controversy. There are no other considerations that would militate against the maintenance of this case as a class action.



76. In the event that a plaintiff class is not certified as requested in this Court, the Court should still enter systemic injunctive relief to address unlawful conduct complained of herein.

77. Plaintiffs demand trial by jury.

**PRAYER FOR RELIEF**

With respect to Count II, plaintiffs respectfully request that this Court:

- A. Determine that this claim should proceed as a class claim on behalf of the class defined herein;
- B. Enter a declaratory judgment finding and declaring that defendant has discriminated against each of the representative plaintiffs individually and the class in violation of 42 U.S.C. §1981;
- C. Grant a permanent injunction enjoining defendant, its officers, successors, assigns and all persons in active concert or participating with it, from engaging in any conduct which discriminates on the basis of race;
- D. Order defendant to make whole each of the representative plaintiffs individually and class members by providing backpay and prejudgment interest in amounts to be proven at trial and other affirmative relief necessary to eradicate the effects of defendant's unlawful conduct including, but not limited to, rightful place reinstatement;
- E. Order defendant to make whole each of the representative plaintiffs individually and class members by providing compensation for past and future pecuniary losses resulting from the unlawful employment practices alleged herein;
- F. Order defendant to make whole each of the representative plaintiffs individually and class members by providing compensation for past and future non-pecuniary losses resulting from the unlawful conduct alleged herein, including humiliation, in amounts to be determined at trial;
- G. Order defendant to pay to each of the representative plaintiffs individually and class members punitive damages for the malicious and reckless conduct alleged herein in amounts to be determined at trial;
- H. Award each of the representative plaintiffs individually and the class attorney's fees and costs incurred in this action; and
- I. Grant such other and further relief as this Court deems appropriate.

**COUNT III**  
**KIMBERLY BUCHANAN – TERMINATION AND RETALIATION**

78. Plaintiff incorporates and realleges Paragraphs 1 through 51 of this Complaint.

79. Plaintiff Buchanan engaged in protected conduct.

80. Defendant's conduct toward Buchanan as alleged herein constituted unlawful retaliation.

81. Defendant's termination of Buchanan constitutes unlawful discrimination and unlawful retaliation.

82. Defendant's conduct towards Buchanan was intentional, willful and egregious and resulted in lost wages, emotional anguish and other compensatory damages.

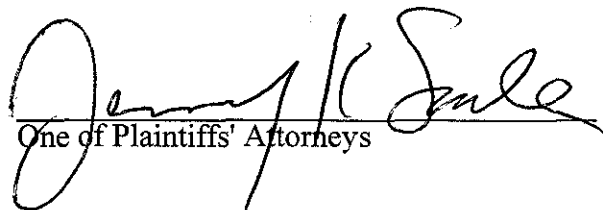
83. Plaintiff demands trial by jury.

**PRAYER FOR RELIEF**

With respect to Count III, plaintiff respectfully requests that this Court:

- A. Enter a declaratory judgment finding and declaring that defendant has discriminated against Buchanan in violation of 42 U.S.C. §1981;
- B. Grant a permanent injunction enjoining defendant, its officers, successors, assigns and all persons in active concert or participating with it, from engaging in any conduct which discriminates on the basis of race;
- C. Order defendant to make Buchanan whole by providing backpay and prejudgment interest in amounts to be proven at trial and other affirmative relief necessary to eradicate the effects of defendant's unlawful conduct including, but not limited to, rightful place reinstatement;
- D. Order defendant to make Buchanan whole by providing compensation for past and future pecuniary losses resulting from the unlawful employment practices alleged herein;
- E. Order defendant to make Buchanan whole by providing compensation for past and future non-pecuniary losses resulting from the unlawful conduct alleged herein, including humiliation, in amounts to be determined at trial;
- F. Order defendant to pay Buchanan punitive damages for the malicious and reckless conduct alleged herein in amounts to be determined at trial;
- G. Award Buchanan attorney's fees and costs incurred in this action;
- H. Enter an Order requiring defendant to reinstate plaintiff with all commensurate retroactive pay and benefits; and
- I. Grant such other and further relief as this Court deems appropriate.

Respectfully submitted,

  
One of Plaintiffs' Attorneys

Dated: May 7, 2003

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Kelly K. Lambert  
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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF ILLINOIS

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**Civil Cover Sheet**

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This automated JS-44 conforms generally to the manual JS-44 approved by the Judicial Conference of the United States in September 1974. The data is required for the use of the Clerk of Court for the purpose of initiating the civil docket sheet. The information contained herein neither replaces nor supplements the filing and service of pleadings or other papers as required by law. This form is authorized for use only in the Northern District of Illinois.

**Plaintiff(s): Demetric Bell, Marilyn Berry, Catherine Brown, Kimberly Buchanan, Gilberto Gonzalez, Timmy Link, Eddie Manning, Jr., Kim Machampassack, Duane Parks, Brenda Riley, Darnel Royal, Robin Sallis, Velma Sanders, Barbara Smith, Tony Triplett, and Janet Wilkins, individually and on behalf of similarly situated persons**

**03C50190**

**Defendant(s): Woodward Governor Company**

County of Residence:

County of Residence:

Plaintiff's Atty: Jennifer K. Soule @ Soule, Bradtke & Lambert  
155. N. Michigan Ave., #500  
Chicago, IL 60601  
312-616-4422

Defendant's Atty: Michael W. Duffee @ Matkov, Salzman, Madoff & Gunn  
55 E. Monroe St., #2900  
Chicago, IL 60603  
312-332-0777

II. Basis of Jurisdiction: **3. Federal Question (U.S. not a party)**

III. Citizenship of Principal Parties  
(Diversity Cases Only)

Plaintiff:- N/A  
Defendant:- N/A

IV. Origin : **1. Original Proceeding**

V. Nature of Suit: **442 Employment**

VI. Cause of Action: **This is a class action brought under the Civil Rights Act of 1866, 42 U.S.C. §1981, as amended by the Civil Rights Act of 1991, 42 U.S.C. §1981A.**

VII. Requested in Complaint

Class Action: Yes  
Dollar Demand: 1,000,000 +  
Jury Demand: Yes

VIII. This case IS NOT a refiling of a previously dismissed case.

**DOCKETED**  
**MAY 15 2003**

Signature: *Jennifer K. Soule*  
Date: 5/7/03

Civil Cover Sheet

If any of this information is incorrect, please go back to the Civil Cover Sheet Input form using the *Back* button in your browser and change it. Once correct, print this form, sign and date it and submit it with your new civil action. **Note: You may need to adjust the font size in your browser display to make the form print properly.**

Revised: 06/28/00

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF ILLINOIS**

In the Matter of  
**Demetric Bell, et. al.**

-v-  
**Woodward Governor Company**

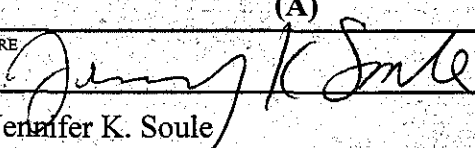
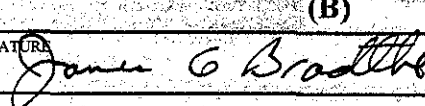
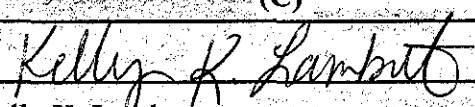
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2003 MAY -8 PM 3:14

Case Number **03-050190**  
U.S. DISTRICT COURT

APPEARANCES ARE HEREBY FILED BY THE UNDERSIGNED AS ATTORNEY(S) FOR:

**Plaintiffs Demetric Bell, Marilyn Berry, Catherine Brown, Kimberly Buchanan, Gilberto Gonzalez, Timmy Link, Eddie Manning, Jr., Duane Parks, Brenda Riley, Darnel Royal, Robin Sallis, Velma Sanders, Barbara Smith, Tony Triplett, Dorothy Wallace and Janet Wilkins, individually and on behalf of similarly situated persons**

| (A)  | (B)  |
|--|--|
| SIGNATURE       | SIGNATURE      |
| NAME Jennifer K. Soule   | NAME James G. Bradtke  |
| FIRM Soule, Bradtke & Lambert  | FIRM Soule, Bradtke & Lambert  |
| STREET ADDRESS 155 North Michigan Avenue, Suite 500  | STREET ADDRESS 155 North Michigan Avenue, Suite 500  |
| CITY/STATE/ZIP Chicago, Illinois 60601   | CITY/STATE/ZIP Chicago, Illinois 60601   |
| TELEPHONE NUMBER 312-616-4422 FAX NUMBER 312-616-4422  | TELEPHONE NUMBER 312-616-4422 FAX NUMBER 312-616-4422  |
| IDENTIFICATION NUMBER (SEE ITEM 4 ON REVERSE) 06198467   | IDENTIFICATION NUMBER (SEE ITEM 4 ON REVERSE) 06183694   |
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| TRIAL ATTORNEY? YES <input checked="" type="checkbox"/> NO <input type="checkbox"/>              | TRIAL ATTORNEY? YES <input checked="" type="checkbox"/> NO <input type="checkbox"/>              |
|  | DESIGNATED AS LOCAL COUNSEL? YES <input type="checkbox"/> NO <input checked="" type="checkbox"/> |
| (C)  | (D)  |
| SIGNATURE     | SIGNATURE  |
| NAME Kelly K. Lambert  | NAME   |
| FIRM Soule, Bradtke & Lambert  | FIRM   |
| STREET ADDRESS 155 North Michigan Avenue, Suite 500  | STREET ADDRESS   |
| CITY/STATE/ZIP Chicago, Illinois 60601   | CITY/STATE/ZIP   |
| TELEPHONE NUMBER 312-616-4422 FAX NUMBER 312-616-4422  | TELEPHONE NUMBER   |
| IDENTIFICATION NUMBER (SEE ITEM 4 ON REVERSE) 06201523   | IDENTIFICATION NUMBER (SEE ITEM 4 ON REVERSE)  |
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| TRIAL ATTORNEY? YES <input checked="" type="checkbox"/> NO <input type="checkbox"/>              | TRIAL ATTORNEY? YES <input type="checkbox"/> NO <input type="checkbox"/>                         |
| DESIGNATED AS LOCAL COUNSEL? YES <input type="checkbox"/> NO <input checked="" type="checkbox"/> | DESIGNATED AS LOCAL COUNSEL? YES <input type="checkbox"/> NO <input type="checkbox"/>            |

**DOCKETED  
MAY 15 2003**