



Record of Meeting | November 15, 2018

The Illinois State Toll Highway Authority (the “Tollway”) held the regularly scheduled Finance, Administration and Operations Committee Meeting on Thursday, November 15, 2018 in the Boardroom of Tollway Headquarters in Downers Grove, Illinois. The Meeting was held pursuant to By-Laws of the Tollway upon call and notice of the Meeting executed by Chairman Robert J. Schillerstrom and posted in accordance with the requirements of the Illinois *Open Meetings Act*. The Meeting was open to the public.

[Bolded entries indicate issues which may require follow-up to present or report to Directors.]

Call to Order / Pledge of Allegiance / Roll Call

Committee Chair Dotson called the meeting to order at approximately 9:00 a.m., stating that this is the regularly scheduled meeting of the Finance, Administration and Operations Committee (“FAO Committee”) of the Tollway Board of Directors. He invited attendees to rise and join in the Pledge of Allegiance. Committee Chair Dotson then asked the Board Secretary to call the roll, those Directors present and absent being as follows:

Committee Members Present:
Committee Chair Earl Dotson, Jr.
Director Jim Banks
Director David Gonzalez
Director Craig Johnson
Director Brad Stephens <i>(entered at 9:10 a.m.)</i>

Committee Members Not Present:
None

The Board Secretary declared a quorum present.

Public Comment

Committee Chair Dotson opened the floor for public comment. No public comment was offered.

Committee Chair’s Items

Committee Chair Dotson called for a motion to approve **Committee Chair’s Item 1**, the Minutes of the regular Finance, Administration and Operations Committee meeting held on October 18, 2018, as presented. Director Banks made a motion for approval; seconded by Director Johnson.



Committee Chair Dotson asked if there are any questions, concerns or requests for amendment. Hearing nothing, Committee Chair Dotson called for a vote. The motion was PASSED unanimously by those Directors present, Director Stephens having not yet entered.

Having no further items, Committee Chair Dotson called on Executive Director Liz Gorman.

Executive Director's Items

Tollway Staff Announcements/Awards: Executive Director Gorman congratulated Cassaundra Rouse on her appointment as Deputy Chief of Staff, moving from her previous position as the Tollway's Chief Internal Auditor. Ms. Gorman also highlighted that Paul Kovacs, Chief Engineering Officer, is receiving the "Man of the Year Award" from the Women's Transportation Seminar. She explained that the award recognizes leaders who make outstanding contributions to the transportation industry and contribute to the advancement of women and minorities through partnership and opportunities.

Items for Consideration

Finance

Committee Chair Dotson called on Mike Colsch, Chief Financial Officer, to present to the Committee the following Finance items:

Item 1: Approval of the 2019 Cyber Liability Insurance Program to Beazley Insurance Co. Inc. through the Insurance Broker, Mesirow Insurance Services, Inc.

Item 2: Approval of an increase in the amount of the Revolving Maintenance and Operations locally held bank account from \$750,000.00 to \$3,000,000.00.

Committee Chair Dotson inquired about the reasons for increasing the balance of the Revolving Maintenance and Operations Account. Mr. Colsch responded that the increase is being requested due to the increased operational needs of the Tollway and because of the time it takes to process payments through the Comptroller's Office.

[Director Stephens entered the Meeting at approximately 9:10 a.m.]

Director Banks expressed concern that the Revolving Maintenance and Operations account is not held by an Illinois bank. Committee members and staff discussed the banking procurements which are led by the state Treasurer, as the statutory custodian of Tollway funds. Staff agreed to request of the Treasurer's office that a condition of the next procurement (in 2020) be selection of an Illinois depository.



Item 3: Extension of the Liquidity Facilities supporting the Authority's 2008A-1a and 2008A-2 Bonds.

Director Gonzalez requested confirmation that the Board has previously authorized the re-funding of all or a portion of the series 2008A bonds which are supported by these liquidity facilities. Mr. Colsch confirmed.

Director Gonzalez requested confirmation that the commitment fees (of 59 basis points per annum) for the liquidity facilities would only be applicable up to the time of refunding, should these bonds be refunded. Mr. Colsch confirmed.

Upon conclusion of the presentation of items, Committee Chair Dotson requested a motion to consolidate for consideration and action Finance Items 1 through 3. Director Stephens made a motion to consolidate; seconded by Director Johnson. Committee Chair Dotson called for a vote. The motion was PASSED unanimously.

The motion to consolidate these items having carried, Committee Chair Dotson called for a motion to approve placement of **Finance Items 1 through 3** on the November Board of Directors meeting agenda with the Committee's recommendation for approval by the Board. Director Banks made a motion for approval; seconded by Director Stephens. Committee Chair Dotson asked if there are any questions, concerns or requests for discussion. Hearing nothing, Committee Chair Dotson called for a vote. The motion was PASSED unanimously.

Business Systems

Committee Chair Dotson called on Shana Whitehead, Chief of Business Systems, to present to the Committee the following item:

Item 1: Award of Contract 18-0155 to Electronic Transaction Consultants Corporation for the purchase of Toll Revenue Management and Maintenance Program Services in an amount not to exceed \$7,000,000.00 (Tollway Sole Source).

Upon conclusion of the item presentation, Committee Chair Dotson requested a motion to approve placement of **Business Systems Item 1** on the November Board of Directors meeting agenda with the Committee's recommendation for approval by the Board. Director Banks made a motion for approval; seconded by Director Stephens. Committee Chair Dotson asked if there are any questions, concerns or requests for discussion. Hearing nothing, Committee Chair Dotson called for a vote. The motion was PASSED unanimously.



Procurement

Committee Chair Dotson called on John Donato, Chief of Procurement, to present to the Committee the following Procurement items:

Item 1: Award of Contract 18-0126 to CDW Government LLC for the purchase of Cisco Software, Hardware, Maintenance, and Support in an amount not to exceed \$3,580,487.18 (Order Against CMS Master Contract).

Item 2: Renewal of Contract 17-0173 with 3M Company for the purchase of Reflective Sheeting in an amount not to exceed \$250,000.00 (Order Against CMS Master Contract).

Item 3: Award of Contract 17-0059 to OOTW, Inc. (d.b.a. InOut Labs) for the purchase of Drug and Alcohol Testing Services in an amount not to exceed \$354,525.00 (Tollway Invitation for Bid).

Director Johnson observed that only one bid was received. Mr. Donato responded that follow-up performed indicates that requirements regarding the dispersion of testing locations presented a geographical challenge to some potential bidders. He noted that the selected vendor has agreements with other labs to facilitate the needed coverage.

Item 4: Renewal of Contract 14-0157R with Builders Chicago Corporation for the purchase of Overhead Garage Door Parts and Repair Services in an amount not to exceed \$449,416.61 (Tollway Invitation for Bid).

Item 5: Increase to Contract 17-0136 with MDSolutions Inc. for the purchase of Aluminum Extrusions in an amount not to exceed \$111,688.51 (Tollway Invitation for Bid).

Upon conclusion of the presentation of items, Committee Chair Dotson requested a motion to consolidate for consideration and action Procurement Items 1 through 5. Director Banks made a motion to consolidate; seconded by Director Stephens. Committee Chair Dotson called for a vote. The motion was PASSED unanimously.

The motion to consolidate these items having carried, Committee Chair Dotson called for a motion to approve placement of **Procurement Items 1 through 5** on the November Board of Directors meeting agenda with the Committee's recommendation for approval by the Board. Director Stephens made a motion for approval; seconded by Director Johnson. Committee Chair Dotson asked if there are any questions, concerns or requests for discussion. Hearing nothing, Committee Chair Dotson called for a vote. The motion was PASSED unanimously.



Engineering

Committee Chair Dotson called on Paul Kovacs, Chief Engineering Officer, to present to the Committee the following Engineering items:

Item 1: Award of Contract RR-18-4422 to Foundation Mechanics, LLC for Ramp Reconstruction, on the Reagan Memorial Tollway (I-88) from Mile Post 113.3 to Mile Post 113.7 (IL-56 Ramp B), in the amount of \$ 2,938,686.35.

Item 2: Acceptance of Proposal from ESI Consultants, Ltd., on Contract I-18-4698 for Design and Construction Management Services Upon Request on the Elgin O'Hare Western Access (I-490), in an amount not to exceed \$7,000,000.00.

Item 3: Acceptance of Proposal from Bowman Consulting Group, Ltd., on Contract I-18-4411 for Construction Management for Bridge Reconstruction on the Tri-State Tollway (I-294) at Mile Post 21.5 (Mile Long Bridge), in an amount not to exceed \$48,000,000.00.

Item 4: Acceptance of Proposal from TranSystems Corporation/HR Green, Inc., on Contract I-18-4412 for Construction Management for Bridge Reconstruction on the Tri-State Tollway (I-294) at Mile Post 26.6 (Burlington Northern Santa Fe (BNSF) Railroad Bridge), in an amount not to exceed \$7,950,000.00.

Item 5: Acceptance of Proposal from Juneau Associates, Inc., P.C. on Contract I-18-4414 for Construction Management Services Upon Request on the Tri-State Tollway (I-294), in an amount not to exceed \$5,000,000.00.

Item 6: Acceptance of Proposal from T.Y. Lin International Great Lakes, Inc. on Contract I-18-4419 for Design Service for Ramp Construction on the I-294 / I-57 Interchange, Southbound I-57 to Southbound I-294 Flyover from Mile Post 6.8 to Mile Post 7.7, in an amount not to exceed \$2,351,174.60.

Item 7: Acceptance of Proposal from Wang Engineering, Inc. on Contract RR-18-4410 for Design Service for Geotechnical Services Upon Request, Systemwide, in an amount not to exceed \$2,000,000.00.

Item 8: Acceptance of Proposal from American Surveying & Engineering, P.C. on Contract I-18-4415 for Design Service for Utility Location and Identification Assistance Upon Request, Systemwide, in an amount not to exceed \$3,000,000.00.



Item 9: Acceptance of Proposal from SRF Consulting Group, Inc./Singh & Associates, Inc. on Contract RR-18-9210 for Design Service for Intelligent Transportation Systems (ITS) Services Upon Request, Systemwide, in an amount not to exceed \$4,000,000.00.

Item 10: Acceptance of Proposal from Knight E/A, Inc., on Contract I-11-4026 for Supplemental Construction Management, for New Interchange on the Tri-State Tollway (I-294) and I-57, in an amount of \$1,805,998.29 from \$16,848,331.21 to \$18,654,329.50.

Item 11: Acceptance of Proposal from Hamilton Consulting Engineers, Inc., on Contract I-13-4111 for Supplemental Construction Management for Document Compliance, Systemwide, in an amount of \$960,000.00 from \$7,004,000.00 to \$7,964,000.00.

Item 12: Acceptance of Proposal from Ruettiger, Tonelli & Associates, Inc., on Contract I-11-4029 for Supplemental Surveying and Land Acquisition Services Upon Request, Systemwide, in an amount of \$1,500,000.00 from \$3,400,000.00 to \$4,900,000.00.

Item 13: Land Acquisition (Identification of Real Estate Parcels associated Systemwide). Cost to the Tollway: N/A.

Item 14: Land Acquisition (Identification of Real Estate Parcels associated with the Central Tri-State Tollway). Cost to the Tollway: N/A.

Upon conclusion of the presentation of items, Committee Chair Dotson stated that without objection, consideration of **Engineering Items 13 and 14** will be deferred to the Executive Session of the full Board meeting.

Committee Chair Dotson then requested a motion to consolidate for consideration and action Engineering Items 1 through 12. Director Johnson made a motion to consolidate; seconded by Director Stephens. Committee Chair Dotson called for a vote. The motion was PASSED unanimously.

The motion to consolidate these items having carried, Committee Chair Dotson called for a motion to approve placement of **Engineering Items 1 through 12** on the November Board of Directors meeting agenda with the Committee's recommendation for approval by the Board. Director Johnson made a motion for approval; seconded by Director Stephens. Committee Chair Dotson asked if there are any questions, concerns or requests for discussion.

Director Johnson requested confirmation that the Mile Long Bridge on the Central Tri-State Tollway (I-294) is actually a mile long. Mr. Kovacs confirmed.



Director Johnson then commented on the significant costs of construction management services for the Central Tri-State Tollway (I-294) Project. Mr. Kovacs commented on the complicated nature of the project work, noting that construction management costs represent approximately nine percent of the project budget.

Hearing nothing further, Committee Chair Dotson called for a vote. The motion was PASSED unanimously.

Legal

Committee Chair Dotson called on Liz Oplawski, Acting General Counsel, to present to the Committee the following Legal items:

Item 1: Approval of an Intergovernmental Agreement with the County of DuPage regarding bridge rehabilitation at 31st Street over the Tri-State Tollway (I-294). Cost to the Tollway: \$0. The County will reimburse the Tollway an estimated \$89,000.00.

Item 2: Approval of an Intergovernmental Agreement with the Village of Bensenville regarding improvements to Illinois Route 390 near Supreme Drive. Cost to the Tollway: \$0. The Village will reimburse the Tollway an estimated \$164,529.66.00.

Director Johnson asked whether participation is increasing in the program through which aesthetic and other enhancements to Tollway projects may be requested by local municipalities, and for which the Tollway is subsequently reimbursed by the municipality. Rocco Zuccherro, Chief Planning Officer, responded in the affirmative.

Item 3: Approval of a Utility Agreement with the Natural Gas Pipeline Company of America. Cost to the Tollway: \$0.

Item 4: Authorization to Enter into a Pre-Litigation Settlement – Judlau Contracting, Inc. Cost to the Tollway: As discussed in Executive Session.

Upon conclusion of the presentation of items, Committee Chair Dotson stated that without objection, consideration of **Legal Item 4** will be deferred.

Committee Chair Dotson then requested a motion to consolidate for consideration and action Legal Items 1 through 3. Director Banks made a motion to consolidate; seconded by Director Johnson. Committee Chair Dotson called for a vote. The motion was PASSED unanimously.

The motion to consolidate these items having carried, Committee Chair Dotson called for a motion to approve placement of **Legal Items 1 through 3** on the November Board of Directors meeting



agenda with the Committee's recommendation for approval by the Board. Director Banks made a motion for approval; seconded by Director Johnson. Committee Chair Dotson asked if there are any questions, concerns or requests for discussion. Hearing nothing, Committee Chair Dotson called for a vote. The motion was PASSED unanimously.

Adjournment

There being no further business before the Committee, Committee Chair Dotson requested a motion to adjourn. Motion to adjourn was made by Director Banks; seconded by Director Stephens. Committee Chair Dotson called for a vote. The motion was PASSED unanimously.

The Meeting was adjourned at approximately 9:55 a.m.

Minutes taken by: _____

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority