Record of Meeting | June 24, 2021

The Illinois State Toll Highway Authority (“Tollway”) held the regularly scheduled Finance, Administration and Operations (“FAO”) Committee meeting on Thursday, June 24, 2021. The meeting was held pursuant to the By-Laws of the Tollway upon call and notice of the meeting executed by Chairman Willard S. Evans, Jr. and posted in accordance with the requirements of the Open Meetings Act, 5 ILCS 120/1, *et seq.*

Due to necessary precautions relating to COVID-19, in accordance with the Gubernatorial Disaster Proclamation and current conditions, and consistent with the Open Meetings Act, it was determined by Chairman Willard S. Evans, Jr. that an in-person meeting of the body was neither practical nor prudent. In compliance with all conditions of Section 7(e) of the Open Meetings Act, 5 ILCS 120/7(e), the Committee meeting was conducted by audio conference. A telephone access number was provided for members of the public to monitor and/or participate in the meeting.

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

**Call to Order / Roll Call**

Committee Chair McConnaughay called the meeting to order at approximately 10:12 a.m. She then asked the Board Secretary to call the roll, those Directors present and absent being as follows:

|  |  |  |
| --- | --- | --- |
| Committee Members Present: |  | Committee Members Not Present: |
| Committee Chair Karen McConnaughay |  | Director Gary Perinar |
| Director Alice Gallagher |  |  |
| Director Scott Paddock |
| Director James Sweeney |
|  |
| Other Directors Present: |
| Director James Connolly |
| Director Jacqueline Gomez |
| Chairman Willard S. Evans, Jr. |

The Board Secretary declared a quorum present.

**Public Comment**

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

**Committee Chair’s Items**

Committee Chair McConnaughay entertained a motion to approve **Committee Chair’s Item 1**, the Minutes of the regular FAO Committee meeting held on May 27, 2021, as presented. Director Sweeney made a motion to approve the Minutes, seconded by Director Gallagher. Chair McConnaughay asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Gallagher, Director Paddock, Committee Chair McConnaughay (4)

Nays: (0)

The motion PASSED.

Having no further items, Committee Chair McConnaughay called on Executive Director José Alvarez.

**Executive Director’s Items**

Executive Director Alvarez introduced Cathy Williams, Chief Financial Officer, and Bill O’Connell, Senior Manager of Finance, Debt and Treasury, to present the Tollway’s investment policy and debt management guidelines. [See attached presentation](https://www.illinoistollway.com/documents/20184/1043689/20210624INV-DebtPolicy.pdf/f9af2fef-5afd-5ccd-a6ae-8769b21529cc?version=1.0&t=1624636249961&download=true).

Committee Chair McConnaughay thanked staff for the informative presentation.

Executive Director Alvarez stated that the meeting agenda contains 15 items for the Committee’s consideration.

**Items for Consideration**

**Information Technology**

Executive Director Alvarez called on Joe Kambich, Chief of Information Technology, to present to the Committee the following items:

*Item 1: Amendment to Contract 13-0218 with SDI Presence LLC for the purchase of Technology Professional Services in an amount not to exceed $3,340,000.00 (Tollway Request for Proposal).*

*Item 2: Award of Contract 21-0101 to Dell Technologies Inc. for the purchase of Microsoft Software, Maintenance and Support in an amount not to exceed* *$1,730,050.75 (Order Against DoIT Master Contract).*

*Item 3: Award of Contract 18-0164RR to DirectDefense, Inc. for the purchase of Payment Card Industry Compliance Services in an amount not to exceed $870,000.00 for an initial three-year term and a possible two-year renewal term in an amount not to exceed $560,000.00 (Tollway Invitation for Bid).*

*Item 4: Renewal of Contract 17-0147R with Topcon Solutions, Inc. for the purchase of Global Navigation Satellite System Equipment in an amount not to exceed $162,792.00 (Tollway Invitation for Bid).*

Upon conclusion of the presentation of items, Committee Chair McConnaughay entertained a motion to consolidate for consideration and action Information Technology Items 1 thru 4. Director Sweeney made a motion to consolidate these items, seconded by Director Gallagher. Chair McConnaughay asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Gallagher, Director Paddock, Committee Chair McConnaughay (4)

Nays: (0)

The motion PASSED.

The motion to consolidate these items having carried, Committee Chair McConnaughay entertained a motion to approve placement of **Information Technology Items 1 thru 4** on the June Board of Directors meeting agenda with the Committee’s recommendation for approval by the Board. Director Sweeney made a motion to approve these items, seconded by Director Gallagher. Chair McConnaughay asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Gallagher, Director Paddock, Committee Chair McConnaughay (4)

Nays: (0)

The motion PASSED.

**Facilities and Fleet Operations**

Executive Director Alvarez called on Dave Donovan, Chief of Facilities and Fleet Operations, to present the following items:

*Item 1: Renewal of Contract 15-0050 with Standard Industrial & Automotive Equipment, Inc. for the purchase of Vehicle Hoist Inspection, Repair and Certification Services in an amount not to exceed $120,000.00 (Tollway Invitation for Bid).*

*Item 2: Renewal of Contract 16-0085 with WEX Bank for the purchase of Fleet Fuel Card Services in an amount not to exceed $260,000.00 (Order Against CMS Master Contract).*

Upon conclusion of the presentation of items, Committee Chair McConnaughay entertained a motion to approve placement of **Facilities and Fleet Operations Item 1** on the June Board of Directors meeting agenda with the Committee’s recommendation for approval by the Board. Director Sweeney made a motion to approve this item, seconded by Director Gallagher. Chair McConnaughay asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Gallagher, Director Paddock, Committee Chair McConnaughay (4)

Nays: (0)

The motion PASSED.

Committee Chair McConnaughay next entertained a motion to approve placement of **Facilities and Fleet Operations Item 2** on the June Board of Directors meeting agenda with the Committee’s recommendation for approval by the Board. Director Sweeney made a motion to approve this item, seconded by Director Gallagher. Chair McConnaughay asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Gallagher, Director Paddock, Committee Chair McConnaughay (4)

Nays: (0)

The motion PASSED.

**Engineering**

Executive Director Alvarez called on Manar Nashif, Acting Chief Engineering Officer, to present the following items:

*Item 1: Award of Contract I-21-4558 to Lion Construction, LLC for I-90 Pavement Repairs at IL 53 on the Jane Addams Tollway (I-90) from Mile Post 67.1 to Mile Post 67.7 in the amount of $1,089,361.89.*

*Item 2: Award of Contract RR-21-4584 to Meru Corporation for Right-of-Way Fence Installation on the Elgin O’Hare Western Access Tollway (I-390) from Mile Post 16.2 (IL 83) to Mile Post 16.6 (York Road) in the amount of $283,395.00.*

*Item 3: Award of Contract RR-21-4580 to Foundation Mechanics, LLC for M-8 Maintenance Facility Eastbound Access on the Reagan Memorial Tollway (I-88) from Mile Post 117.7 to Mile Post 117.9 in the amount of $770,804.56.*

*Item 4: Award of Contract RR-21-9230 to Marking Specialists Corporation for Pavement Marking, Systemwide in the amount of $1,473,555.65.*

*Item 5: Award of Contract RR-21-4575R to Western Remac, Inc. for Plaza Improvements on the Tri-State Tollway and Edens Spur Tollway (I-94) from Mile Post 12.8 to Mile Post 27.4 and Tri-State Tollway (I-294) from Mile Post 44.2 to Mile Post 49.9 in the amount of $2,134,078.70.*

*Item 6: Award of Contract RR-20-4550 to Lorig Construction Company for Pedestrian Bridge Construction on the Tri-State Tollway (I‑294) at Mile Post 26.5 in the amount of $6,218,133.36.*

Upon conclusion of the presentation of items, Committee Chair McConnaughay entertained a motion to consolidate for consideration and action Engineering Items 1 thru 6. Director Sweeney made a motion to consolidate these items, seconded by Director Gallagher. Chair McConnaughay asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Gallagher, Director Paddock, Committee Chair McConnaughay (4)

Nays: (0)

The motion PASSED.

The motion to consolidate these items having carried, Committee Chair McConnaughay entertained a motion to approve placement of **Engineering Items 1 thru 6** on the June Board of Directors meeting agenda with the Committee’s recommendation for approval by the Board. Director Sweeney made a motion to approve these items, seconded by Director Gallagher. Chair McConnaughay asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Gallagher, Director Paddock, Committee Chair McConnaughay (4)

Nays: (0)

The motion PASSED.

**Legal**

Executive Director Alvarez requested that consideration of Legal Items 2 and 3 be deferred until the Executive Session of the full Board of Directors meeting. He then called on Kathleen R. Pasulka-Brown, General Counsel, to present Legal Item 1 to the Committee:

*Item 1: Approval of an Intergovernmental Agreement with the Illinois Department of Transportation (IDOT) for work associated with the I-294/I-57 Interchange. Cost to the Tollway: $0.*

*Item 2: Amendment to Land Acquisition Resolution 22216 for the Central Tri-State Project (I-294) to add 20 parcels that may need to be acquired by condemnation. See ISTHA v. DiBenedetto,* *275 Ill. App. 3d 400, 405 (1st Dist. 1995). Cost to the Tollway: As discussed in Executive Session.*

*Item 3: Amendment to Land Acquisition Resolution 21965 for the Elgin O’Hare Western Access Project (EOWA) to add 11 parcels that may need to be acquired by condemnation. See ISTHA v. DiBenedetto, 275 Ill. App. 3d 400, 405 (1st Dist. 1995). Cost to the Tollway: As discussed in Executive Session.*

Upon conclusion of the item presentation, Committee Chair McConnaughay stated that consideration of Legal Items 2 and 3 will be deferred. She then entertained a motion to approve placement of **Legal Item 1** on the June Board of Directors meeting agenda with the Committee’s recommendation for approval by the Board. Director Sweeney made a motion to approve this item, seconded by Director Gallagher. Chair McConnaughay asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Gallagher, Director Paddock, Committee Chair McConnaughay (4)

Nays: (0)

The motion PASSED.

**Adjournment**

There being no further Committee business, Committee Chair McConnaughay entertained a motion to adjourn. Director Sweeney made a motion to adjourn, seconded by Director Gallagher. Chair McConnaughay asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Gallagher, Director Paddock, Committee Chair McConnaughay (4)

Nays: (0)

The motion PASSED.

The Meeting was adjourned at approximately 10:55 a.m.

Minutes taken by: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Christi Regnery

Board Secretary

Illinois State Toll Highway Authority