



Record of Meeting | May 28, 2015

The Illinois State Toll Highway Authority (the “Tollway”) Board of Directors met in regular session on Thursday, May 28, 2015, in the Board Room of the Tollway’s Central Administration Building in Downers Grove, Illinois. The Meeting was held pursuant to By-Laws of the Tollway upon call and notice of the Meeting executed by Chair Paula Wolff 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 the Board.]

Call to Order / Roll Call

Chair Paula Wolff called the Meeting to order at approximately 9:01 a.m. and stated that this is the regularly scheduled meeting of the Board of Directors of the Tollway. She then asked the Board Secretary to call the roll. Those Directors present and absent were as follows:

Board Members Present:
Chair Paula Wolff
Director Jim Banks
Director Earl Dotson
Director Joseph Gomez
Director David Gonzalez
Director Craig Johnson
Director Nick Sauer
Director Robert Schillerstrom
Director James Sweeney

Board Members Not Present:
Governor Bruce Rauner <i>[ex officio]</i>
Acting Secretary Randall Blankenhorn <i>[ex officio]</i>

The Board Secretary declared a quorum present.

Public Comment

Chair Wolff opened the floor for public comment. No public comment was offered.



Chair's Items

Chair Wolff welcomed and congratulated the newly-appointed Board members and thanked Governor Rauner for their appointments. She then asked staff and Board members at the Meeting to introduce themselves.

Chair Wolff expressed that she was pleasantly surprised by the status of the agency when initially appointed as Chair, and that the Tollway continues to be well managed with a team of dedicated people who continue to do excellent work. She indicated that of the many public sector and private organizations which she has served, there have been none better than the Tollway.

Chair Wolff provided for the benefit of the new Directors a brief overview of the customary elements of Board proceedings, structure of the committees of the Tollway Board of Directors and of the current practice which provides for the consideration and approval of items at committee for placement on the Board consent agenda, then considered and acted upon by the full Board.

Chair Wolff called for a motion to approve the Minutes of both the regular Board of Directors meeting and the Executive Session held on April 23, 2015. Director Banks made a motion for approval; seconded by Director Sweeney. The motion was approved unanimously.

STANDING COMMITTEE REPORTS

Chair Wolff asked members of the following standing committees to provide a report on the committees' recent activities:

Finance, Administration and Operations Committee

Chair Wolff updated the Board on the Finance, Administration and Operations Committee ("FAO Committee") meeting held Wednesday, May 20, 2015, noting that the standing committee report contains less detail than is typical because the items presented at Committee are to be re-presented at the Meeting for consideration and action by the full Board:

FINANCE presented the Quarterly Financial Review for the first quarter of 2015. Results for the first quarter were favorable with revenues \$6.6 million higher than projected and operating expenses \$1.6 million lower than projected. Mike Colsch, Chief of Finance, will be providing at the Meeting an overview of the presentation provided at Committee.



PROCUREMENT presented one item to the Committee which is to be re-presented at the Meeting for consideration by the full Board.

ENGINEERING presented 20 items for review by the Committee which are to be re-presented at the Meeting for consideration by the full Board

LEGAL presented three items to the Committee, each of which will be re-presented at the Meeting for consideration by the full Board.

Customer Service & Planning Committee

Director Dotson then updated the Board on the Customer Service & Planning Committee (“CSP Committee”) meeting held Thursday, May 21, 2015, providing the following highlights:

Central Tri-State Corridor Planning Council: Staff provided an update on the Central Tri-State project and the formation of a Corridor Planning Council. The presentation was a follow-up to a prior overview that was provided to the FAO Committee in December 2014.

The Central Tri-State project is scheduled in the *Move Illinois* Program in the years 2020-2022 as a reconstruction project. Given the heavy levels of congestion, the high number of commercial vehicles on the Tri-State and critical nature of this corridor to the Tollway system, it is imperative that staff secures extensive input on the long-term solution. In the coming months several professional service contracts will be brought to the Board for consideration to initiate a Master Plan for the 22-mile corridor. The Master Plan effort provides the opportunity to evaluate options ranging from reconstruction of the existing 4-lanes up to adding a lane in each direction with a wide inside shoulder – similar to what is currently being constructed on the Jane Addams Memorial Tollway (I-90).

Staff is recommending the creation of a Corridor Planning Council to effectively engage a wide-range of stakeholders in establishing the long-range vision for the Central Tri-State. The CSP Committee discussed potential members for the Corridor Planning Council; to include representatives of various government transportation agencies such as the Illinois Department of Transportation, Regional Transportation Authority, Pace, Chicago Department of Aviation, Cook and DuPage Counties. Additionally, mayoral representation from the communities surrounding the corridor will be appointed by their respective Council of Mayors organization. Other advocacy and civic organizations will be represented on the Corridor Planning Council to represent economic development, transportation planning and policy, freight and the environment. A working group will also be formed with several of the government and



advocacy organizations to focus solely on water resource planning, sustainability and the surrounding environmental resources.

The work of the Corridor Planning Council is anticipated to commence this summer. The Council will be tasked with working collaboratively through spring 2016 to develop a report and recommendations to the Tollway regarding the broad regional vision for the Central Tri-State. These recommendations will be used to guide the work of the Tollway's Master Plan consultants as they begin the overall planning and design for the project. The Corridor Planning Council recommendations are anticipated by spring of 2016, while the Master Plan work will continue into early 2017. The CSP Committee will be kept apprised of the work as it proceeds.

Excess ROW and Annexation Policy Update: In March 2015, staff presented two draft land policies: Excess Right of Way and Annexation. At the direction and approval of the CSP Committee these draft policies were put out for a 60-day public comment period which extended through May 11, 2015. Staff provided at Committee a brief summary of the six comments received to-date and noted that some additional comments may be forthcoming. Staff was given direction to convene a meeting with the commenting agencies to discuss comments and update the Policies as necessary. The updated Policies will be brought to a future CSP Committee meeting for review and approval.

[End of Standing Committee Reports]

Chair Wolff thanked the members of the Committees for their work. She then provided a brief overview of the agency processes for the development of new capital program projects and for the development of Tollway policies.

Chair Wolff then called on Kristi Lafleur, Executive Director.

Executive Director

Executive Director Lafleur welcomed the new Directors and recognized the former Directors who have recently departed the agency for their important contributions to the Tollway.

Executive Director Lafleur updated the Board on the agency's monarch butterfly habitat program, explaining that the Tollway is working in partnership with the Natural Resources Defense Council and other state agencies to enhance and restore monarch butterfly habitats throughout the Tollway system. Ms. Lafleur thanked the Tollway's environmental team for their efforts and former



Director Tom Weisner for his strong advocacy for the creation of the monarch butterfly habitat program.

Quarterly Financial Review: Executive Director Lafleur then introduced Mike Colsch, Chief of Finance, to present an overview of the preliminary Budget to Actual Results for the First Quarter ending March 31, 2015. [See attached presentation.](#)

Executive Director Lafleur asked Mr. Colsch to summarize for the benefit of the Board the restrictions placed on Tollway investments. Mr. Colsch responded that pursuant to the *Toll Highway Act*, the Tollway's Amended and Restated Trust Indenture and applicable state law with respect to the investment of public funds, Tollway investment options are predominantly limited to direct obligations of or obligations unconditionally guaranteed by the Federal Government, such as U.S. Treasury securities and time deposits. Mr. Colsch noted the limitations placed on the Tollway's investment portfolio are designed to ensure the safety and security of the funds.

Chair Wolff asked David Goldberg, General Counsel, to provide an overview of the Tollway's Amended and Restated Trust Indenture (the "Indenture"), and Mr. Goldberg commented about the agency's commitments under the Indenture.

Director Gomez asked what institution currently serves as the Trustee for the Indenture. Mr. Colsch responded the Bank of New York Mellon.

Director Gomez asked about the selection process for the Trustee and why an Illinois institution is not being used currently. Mr. Colsch responded that the pool of financial services companies authorized to accept and execute trusts of the character of the Indenture is limited, adding that the Bank of New York Mellon was the successful bidder in response to the request for proposal issued by the Tollway during the procurement process. **Chair Wolff requested that staff provide post-meeting to Directors additional details on the procurement process for the Trustee of the Indenture.**

Chair Wolff noted, for the benefit of new Directors, that when follow up or further action of staff is required to fully address a Board inquiry or request, Christi Regnery, Board Secretary, tracks these items on a report made available to Board members and additionally bolds these items within the minutes of the Board and committee meetings.

Director Johnson inquired about the Tollway's bond rating. Mr. Colsch responded that Fitch Ratings has recently affirmed its rating at AA- on the Tollway's outstanding senior revenue bonds and has indicated the rating outlook is stable.



Chair Wolff asked Mr. Colsch to elaborate on the Tollway's plans for bond issuance in 2015. Mr. Colsch responded that funding of the *Move Illinois* capital program continues with an estimated \$800 million in new money bond issuance to occur in 2015. Of this amount, he reported, the Board has currently approved the issuance of \$400 million in fixed rate new money bonds to occur in the second quarter. He explained that proceeds from this bond issue are expected in late June or early July and will be applied to the \$1.6 billion in capital program needs for the current year. He then provided an overview of the processes by which underwriters are assigned and bond transactions are executed. He further responded that the Board has additionally authorized the issuance of up to \$375 million of revenue bonds to advance refund the Tollway's Series 2008B Bonds; however, market conditions do not currently support execution of this transaction. He noted that the Series 2008B Bonds have an initial call date in 2018, so there is time remaining to effect the refunding and market conditions will continue to be monitored. Chair Wolff added that the Board is kept apprised when market conditions are supportive of executing an approved bond transaction and, subsequently, of the costs and pricing achieved.

Mr. Colsch advised that financing of the Tollway's *Move Illinois* capital program was predicated on achieving a cost of borrowing of 5.5% or less, and the agency has been achieving more favorable pricing.

Director Johnson asked if the Tollway receives counsel to assist in identifying supportive market conditions. Mr. Colsch responded affirmatively, explaining that the agency has four financial advisory firms, one of which serves as the Tollway's general financial advisor and three others which are used on a rotational basis for bond transactions.

Elgin O'Hare Western Access Update: Executive Director Lafleur specified that the first phase of the Elgin O'Hare Western Access Project includes building the new Illinois Route 390, formerly known as the Elgin O'Hare Expressway. She reported that Tollway staff has been reviewing plans to toll Illinois Route 390, with particular focus on the toll to be collected at the Ketter Drive entrance ramp to westbound Illinois Route 390. She stated that although a toll of \$0.25 was initially chosen for this location, the agency subsequently asked the Tollway's Traffic Engineer, CDM Smith, to perform additional analysis in response to community feedback. After providing a brief overview of the results of the analysis performed, Ms. Lafleur proposed, based on the average distance traveled by most drivers who use the Ketter Drive ramp to access Illinois Route 390, that a \$0.20 toll rate is fairer to Tollway customers and is in accordance with the 20-cent per mile toll rate planned for passenger vehicles with I-PASS for through trips on Illinois Route 390. Executive Director Lafleur then introduced Paul Kovacs, Chief Engineer, and Manar Nashif, Senior Project Engineer, to provide a brief overview of the *Move Illinois* capital program



and a more comprehensive overview and update on the Elgin O'Hare Western Access ("EOWA") Project. [See attached presentation.](#)

Director Johnson, referencing a slide presenting the aesthetic enhancements made to the Devon Avenue Bridge, commended the agency's community outreach activities which solicit local feedback and local partnerships for Tollway project enhancements.

Director Dotson asked for elaboration on the three levels planned for the I-290 Interchange Project, including the flyover ramp to be constructed. Mr. Nashif displayed additional relevant slides and described the form of the roadway levels to be achieved as well as the planned flyover ramp from westbound I-290 to westbound Illinois Route 390.

Chair Wolff, referencing the presentation description of the EOWA Project as the first all-electronic tolling roadway on the Tollway system, asked Executive Director Lafleur to provide for Directors a brief explanation of all-electronic tolling ("AET"). Executive Director Lafleur explained that because customer transponder/I-PASS utilization is currently at 87 percent and growing, it did not make financial sense to invest in the additional right-of-way and infrastructure needed to accommodate cash toll collection on the EOWA Project. She clarified that unlike most Tollway system roadways which currently offer the option of cash collection lanes, toll collection on the new Illinois 390 will rely exclusively on overhead tolling gantries, which are to be installed in the near future for testing purposes. She then described the current toll payment options (online and other) for those customers without transponders who take advantage of open road tolling and stressed that the agency is developing business rules to guide toll notification and violation structures for the AET roadway. Ms. Lafleur highlighted that opportunities for additional innovative toll collection methods are anticipated as a result of the pending implementation of the Tollway's new back-office system.

At the conclusion of the presentation, Director Schillerstrom commended Chair Wolff, the Board, the Executive Director and staff for their work in development and advancement of the EOWA Project, suggesting their efforts transformed what had been only a longtime hope of many stakeholders into a reality. Chair Wolff recognized the contributions made at the local level to the concepts which serve as the foundation of the EOWA Project and in developing consensus as to its form.

With the stated purpose of allowing an opportunity for discussion and questions by the newly-appointed Directors, Chair Wolff then called for a motion to suspend the consent agenda for the Meeting, requesting the items therein each be re-presented by staff for the consideration of the



full Board. Director Sweeney made a motion for approval; seconded by Director Banks. The motion was approved unanimously.

Items for Consideration

Executive Director Lafleur stated that for the benefit of newly-appointed Directors, the Chiefs of those departments with items for Board consideration will provide departmental overviews which focus on the processes and functions most relevant to the items to be presented. She noted that more comprehensive departmental overviews, including of the departments which are not presenting items at the Meeting, will be provided at an upcoming orientation for new Directors.

Procurement: Executive Director Lafleur introduced John Donato, Chief of Procurement, to provide a brief overview of the Procurement department. [See attached presentation.](#)

At the conclusion of the presentation, Chair Wolff observed that while the safeguards inherent to the comprehensive review conducted during the procurement process can provide confidence in the outcomes achieved, in order to effect timely procurements, the Board needs to be mindful that the process is consequently lengthy.

Chair Wolff then called on Mr. Donato to present the following Procurement Item for consideration by the Board:

Item 1: Award of Contract 12-0254R to Cicero Mfg. & Supply Company, Inc. for the purchase of Industrial Supplies in an amount not to exceed \$101,330.60 (Tollway Invitation for Bids).

Chair Wolff called for a motion to approve **Procurement Item 1**. Director Banks made a motion for approval; seconded by Director Sweeney. The motion was approved unanimously.

Engineering: Executive Director Lafleur introduced Paul Kovacs, Chief Engineer, to give a brief overview of the Engineering Department. [See attached presentation.](#)

Chair Wolff then called on Mr. Kovacs to present the following Engineering Items for consideration by the Board:

Item 1: Award of Contract RR-15-4229 to Fox Excavating, Inc. for Parking Lot Facilities Improvements on the Reagan Memorial Tollway (I-88) Maintenance Facility M-11 (DeKalb) at MP 91.4 (Annie Glidden Road) and Maintenance Facility M-12 (Dixon) at MP 54.0, in the amount of \$1,860,355.40.



Item 2: Award of Contract I-15-4649 to Lake County Grading Co., LLC for Building Demolition along the North-South bypass of the Elgin O'Hare Western Access Corridor from MP 0.2 to MP 5.8 and the Tri-State Tollway (I-294) at MP 33.7 (IL-64, North Avenue), in the amount of \$3,945,420.00.

Mr. Kovacs noted during the summary of this item that the vendor selected for award would be serving as a prime contractor for the first time on a Tollway contract.

Item 3: Award of Contract I-15-4650R to Outlook Design & Construction, Inc. for Building Demolition along the North-South bypass of the Elgin O'Hare Western Access Corridor from MP 0.2 (East Green Street) to MP 0.7 (Acorn Lane), in the amount of \$628,905.00.

Mr. Kovacs noted during the summary of this item that the vendor selected for award would be serving as a prime contractor for the first time on a Tollway contract and is an African American women-owned business enterprise that participated in the Construction Business Development Center program which is offered through a partnership between the Tollway and the Illinois Community College Board to provide customized training and technical assistance.

Item 4: Award of Contract RR-15-5709 to National Power Rodding Corporation for Clean and Televised Drainage System on the Tri-State Tollway (I-294) from MP 6.3 (159th Street) to MP 18.5 (87th Street), in the amount of \$1,268,827.50.

Mr. Kovacs requested that consideration of this item be deferred until a future meeting.

Item 5: Award of Contract I-13-4629 to F.H. Paschen, S.N. Nielsen & Assoc., LLC, for Road and Bridge Construction on Illinois Route 390 from MP 10.1 (Park Boulevard) to MP 13.6 (Arlington Heights Road), in the amount of \$59,117,000.00.

Item 6: Award of Contract I-15-4227R to Meade, Inc. for Smart Corridor / ITS on the Jane Addams Memorial Tollway (I-90) from MP 53.8 (Elgin Toll Plaza 9) to MP 78.9 (Kennedy Expressway), in the amount of \$26,046,535.08.

Chair Wolff noted that Tollway professional service bulletins are also conveyed to Directors to enable their compliance with procurement communications reporting requirements pursuant to state statute and Executive Ethics Commission rules. She added that newly-appointed Directors will receive further explanation of ethics requirements during the upcoming orientation planned for their benefit.



Item 7: Acceptance of Proposal from Singh & Associates, Inc. on Contract RR-14-5703 for Design Services Upon Request, Systemwide, in an amount not to exceed \$2,500,000.00.

Item 8: Acceptance of Proposal from Clark Dietz, Inc., on Contract I-14-4645 for Construction Management Services for Road and Bridge Construction on Illinois 390 from MP 15.3 (Lively Boulevard) to MP 16.9 (York Road), in an amount not to exceed \$5,564,595.40.

Item 9: Acceptance of Proposal from Terra Engineering, Ltd. on Contract RR-14-5704 for Construction Management Services Upon Request, Systemwide, in an amount not to exceed \$2,000,000.00.

Item 10: Acceptance of Proposal from Engineering Services Group, Inc. on Contract RR-14-9171 for Construction Management Services Upon Request, Systemwide, in an amount not to exceed \$2,000,000.00.

Item 11: Acceptance of Proposal from Harry O. Hefter Associates, Inc., on Contract RR-14-5705 for Construction Management Services Upon Request, Systemwide, in an amount not to exceed \$4,000,000.00.

Item 12: Acceptance of Proposal from Mathewson Right of Way Co./Dynasty Group, Inc. on Contract I-14-4225 for Land Acquisition and Surveying Services Upon Request, Systemwide, in an amount not to exceed \$3,000,000.00.

Mr. Kovacs noted during the summary of this item that the vendor selected for award would be serving as a prime contractor for the first time on a Tollway contract.

Item 13: Acceptance of Proposal from Hampton, Lenzini & Renwick, Inc. on Contract I-14-4646 for Land Acquisition and Surveying Services Upon Request, Systemwide, in an amount not to exceed \$3,000,000.00.

Item 14: Acceptance of Proposal from Kimley-Horn and Associates, Inc. on Contract RR-14-9172 for Design Studies for Traffic Operation and Maintenance Performance Evaluation and Enhancement Support, Systemwide, in an amount not to exceed \$5,000,000.00.

Mr. Kovacs noted during the summary of this item that the vendor selected for award serves through the Tollway's Mentor/Protégé Program as a mentor to one of the subconsultants, ITS Engineering, a certified disadvantaged business enterprise.



Item 15: Acceptance of Proposal from BCP Tollway Partners JV on Contract I-13-4100 for Supplemental Construction Management Services for Retaining Wall, Noise Wall and Bridge Widening, on the Jane Addams Memorial Tollway (I-90) from MP 70.7 (Arlington Heights Road) to MP 73.3 (East of Oakton Street), in the amount of \$604,192.96 from \$3,193,338.69 to \$3,797,531.65.

Director Schillerstrom stated his wish to recuse himself from participating in the decision regarding this item.

Chair Wolff asked for clarification of the reason that additional construction management services would be needed. Mr. Kovacs responded that advance work related to a retaining wall, a noise wall and bridge widening on the Jane Addams Memorial Tollway (I-90) was delayed due to a U.S. Army Corps of Engineers permit issue and some required utility relocations. He continued that the supplement will provide for additional construction management services necessary to complete oversight and inspection of these construction contracts that have been extended into 2015

Item 16: Acceptance of Proposal from URS Corporation on Contract I-12-4040 for Supplemental Design Management Services for Road and Bridge Construction on Illinois 390 from MP 5.9 (US 20) to MP 15.9 (Illinois Route 83), in the amount of \$745,413.40 from \$11,129,316.20 to \$11,874,729.60.

Item 17: Acceptance of Proposal from Cotter Consulting, Inc. / CivCon Services, Inc. / SE3, LLC; Joint Venture on Contract RR-12-4047 for Supplemental Construction Management Services for Roadway Resurfacing, on the Veterans Memorial Tollway (I-355) from MP 0.0 (I-80) to MP 29.8 (Army Trail Road), in the amount of \$101,122.00 from \$2,202,451.00 to \$2,303,573.00.

Chair Wolff asked Mr. Kovacs to provide a definition for the acronym “ITS” used in the item summary description. Mr. Kovacs responded that “ITS” is an abbreviation for intelligent transportation systems.

Mr. Kovacs then prefaced his presentation of the following three final releases of retainage by identifying that the percentages reported on the item summaries for the vendor’s disadvantaged business enterprise (“DBE”) performance may not be final. He emphasized that the DBE goals established for these contracts are met in almost all circumstances and that final DBE performance on all construction contracts will be conveyed to Directors in the quarterly program



reports. Mr. Kovacs added that the work for which the final releases of retainage are being recommended has been performed in accordance with Tollway contract requirements.

Item 18: Final Release of Retainage on Contract I-13-4163 to Lorig Construction Company for Bridge Widening and Reconstruction on the Jane Addams Memorial Tollway (I-90) at MP 26.5 (Johnson Road) and at MP 28.8 (Shattuck Road).

Item 19: Final Release of Retainage on Contract I-13-4169 to William Charles Construction Company, LLC for Ramp Construction on the Jane Addams Memorial Tollway (I-90) at MP 20.8 (Irene Road).

Item 20: Final Release of Retainage on Contract I-14-4174 to F.H. Paschen, S.N. Nielsen & Associates, LLC for Advance Ramp Toll Plaza Modifications on the Jane Addams Memorial Tollway (I-90) from MP 62.2 (Barrington Road) to MP 70.0 (East of IL 58).

Item 21: Amended DiBenedetto (Identification of Real Estate Parcels associated with the Elgin O'Hare Western Access Project (EOWA)). Cost to the Tollway: N/A. [To be discussed in Executive Session.]

Mr. Kovacs requested that action of this item be deferred until after consideration by the Board in Executive Session.

Chair Wolff called for a motion to approve **Engineering Items 1 through 3**. Director Banks made a motion for approval; seconded by Director Gomez. The motion was approved unanimously.

Chair Wolff stated that Engineering Item 4 will be deferred until a future meeting.

Chair Wolff called for a motion to approve **Engineering Items 5 through 14**. Director Banks made a motion for approval; seconded by Director Dotson. The motion was approved unanimously.

Chair Wolff called for a motion to approve **Engineering Item 15**. Director Gomez made a motion for approval; seconded by Director Banks. The motion was approved unanimously by all voting Directors with Director Schillerstrom recusing himself.

Chair Wolff called for a motion to approve **Engineering Items 16 through 20**. Director Schillerstrom made a motion for approval; seconded by Director Dotson. The motion was approved unanimously.



Chair Wolff stated that action on Engineering Item 21 will be deferred until after consideration in Executive Session.

Legal: Executive Director Lafleur introduced David Goldberg, General Counsel, to provide a brief overview of the Legal department. [See attached presentation.](#)

Chair Wolff then called on Mr. Goldberg to present the following Legal Items for consideration by the Board:

Item 1: An Intergovernmental Agreement with the Village of Franklin Park. Cost to the Tollway: Estimated at \$12,159,668.00. [Recusal: Director Schillerstrom]

Director Gonzalez stated his wish to recuse himself from participating in the decision regarding this item.

Item 2: An Intergovernmental Agreement with the University of Nebraska and the Nebraska Department of Roads. Cost to the Tollway: \$0.

Item 3: An Intergovernmental Agreement with the Illinois State Police. Cost to the Tollway: \$0.

Item 4: Settlement Agreement – exp U.S. Service, Inc. Cost to the Tollway: As discussed in Executive Session. [To be discussed in Executive Session.]

Mr. Goldberg requested that action of this item be deferred until after consideration by the Board in Executive Session.

Chair Wolff called for a motion to approve **Legal Item 1**. Director Banks made a motion for approval; seconded by Director Gomez. The motion was approved unanimously by all voting Directors with Director Schillerstrom and Director Gonzalez recusing themselves.

Chair Wolff called for a motion to approve **Legal Items 2 and 3**. Director Gomez made a motion for approval; seconded by Director Sweeney. The motion was approved unanimously.

Chair Wolff stated that action on Legal Item 4 will be deferred until after consideration in Executive Session.



Minutes of the
Regular Board of Directors Meeting

Executive Session

At approximately 11:12 a.m., David Goldberg, General Counsel, indicated the need to discuss Tollway matters related to collective bargaining negotiations, land acquisition, issuance of securities, imminent or pending litigation involving the Tollway, and the minutes of closed meetings, pursuant to Sections 2(c)(2), 2(c)(5), 2(c)(7), 2(c)(11) and 2(c)(21) of the *Illinois Open Meetings Act*. Director Banks made a motion to, pursuant to the sections noted, enter into Executive Session; seconded by Director Gonzalez. The motion was approved unanimously.

[Director Dotson departed during Executive Session at approximately 11:48 a.m.]

Return from Executive Session and Action (if any)

At approximately 12:50 p.m. the Board re-entered the public session of the Meeting.

Chair Wolff called for a motion to approve **Engineering Item 21**. Director Banks made a motion for approval; seconded by Director Sweeney. The motion was approved unanimously by those Directors present, Director Dotson having earlier departed the Meeting.

Chair Wolff stated that Legal Item 4 will be deferred until the June Board of Directors meeting.

Adjournment

There being no further business, Chair Wolff requested a motion to adjourn. Motion to adjourn was made by Director Banks; seconded by Director Gomez. The motion was approved unanimously by all Directors present, Director Dotson having earlier departed the Meeting.

The Meeting was adjourned at approximately 12:52 p.m.

Minutes taken by: _____

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority



**2015 First Quarter
Budget to Actual Review**
(Preliminary and Unaudited)

May 28, 2015

2015 Budget Schedule

October 2014

- Tentative 2015 Budget presented to Board

November 2014

- Public review/comment on Tentative 2015 Budget
- Public comments presented to Board
- Incorporate changes arising from review process

December 2014

- Board votes on Final 2015 Budget

2015 Revenue Sources and Allocations

The Tollway operates within a balanced budget

2015 Revenue Sources and Allocations

<i>SOURCES OF REVENUE</i>		(\$ millions)
	2015	Budget
Toll Revenue and Evasion Recovery	\$1,160	
Investment Income	1	
Concessions Revenue and Miscellaneous Income	9	
Total Revenue	\$1,170	

<i>ALLOCATIONS OF REVENUE</i>		(\$ millions)
	2015	Budget
Maintenance and Operations	\$311	
Debt Service Transfers	362	
Deposits to Renewal/Replacement and Improvement	497	
Total Allocations	\$1,170	

2015 Highlights – First Quarter

Revenue continues to grow, M and O expenses lower than budget, Capital Program on track

☐ Revenue – \$271.6 million

- *\$6.6 million more than budget*
 - Toll revenue and evasion recovery – 2.5 percent more than budget
 - *Passenger car transactions – 2.2 percent higher than projection*
 - *Commercial vehicle transactions – 4.2 percent higher than projection*

☐ Maintenance and Operations - \$73.8 million

- *\$1.6 million less than budget*

☐ Debt service transfers - \$91.4 million

- *\$4 million more than budget*

☐ Capital Program - \$199.9 million

- *\$11.2 million more than budget projection of \$188.6 million*

2015 Revenue – First Quarter

Total revenue was \$6.6 million greater than budget

<i>(\$ millions)</i>	<u>Budget</u>	<u>Actual</u>	<u>\$ Var.</u>	<u>% Var.</u>
Toll and Evasion Recovery	\$262.7	\$269.4	\$6.6	2.5%
Concessions	0.5	0.5	0.0	0%
Investment Income	0.2	0.4	0.2	133.6%
Miscellaneous	1.6	1.4	(0.2)	-14.5%
<i>Total Revenue</i>	<i>\$265.0</i>	<i>\$271.6</i>	<i>\$6.6</i>	<i>2.5%</i>

Note: Numbers may not add to totals due to rounding.

1st Quarter Transactions

✓ **Commercial vehicles**

- Grew 4.9 percent year-over-year
- 4.2 percent greater than projected for the quarter

✓ **Passenger cars**

- Grew 7 percent year-over-year
- 2.2 percent greater than projected for the quarter

2015 Maintenance and Operations First Quarter

M and O expenses were \$1.6 million less than budget

<i>(\$ millions)</i>	<u>Budget</u>	<u>Act.</u>	<u>\$ Var.</u>	<u>% Var.</u>
Payroll and Related Costs	\$41.2	\$40.8	(\$0.4)	-1%
Group Insurance	7.8	8.1	0.3	4%
Contractual Services	13.4	12.9	(0.5)	-4%
Materials/Oper. Supplies	1.9	1.2	(0.7)	-36%
Utilities	1.6	2.1	0.6	35%
All Other Insurance	3.0	2.8	(0.2)	-7%
Parts and Fuel	1.9	1.5	(0.3)	-18%
Equip. Rental/Maintenance	4.9	4.4	(0.5)	-9%
Other Misc. Expenses	0.3	0.2	(0.1)	-24%
Recovery of Expenses	(0.5)	(0.4)	0.1	21%
Total	\$75.5	\$73.8	(\$1.6)	-2.2%

Key drivers

- Timing of expenses
- Unfilled vacancies

Note: Numbers may not add to totals due to rounding.

2015 Capital Program First Quarter

Capital Program expenses were higher than projection mainly due to construction continuing through the winter

<i>(\$ millions)</i>	<u>Projection</u>	<u>Act.</u>	<u>\$ Var.</u>	<u>% Var.</u>
Tri-State Tollway	\$0.4	\$0.1	(\$0.3)	-81.9%
Reagan Memorial Tollway	2.3	0.9	(1.3)	-58.4%
Jane Adams Memorial Tollway	94.6	109.5	14.9	15.8%
Veterans Memorial Tollway	0.1	0.2	0.1	58.0%
Open Road Tolling	1.3	0.9	(0.4)	-32.6%
Systemwide Improvements	44.8	25.3	(19.5)	-43.6%
Tri-State Interchange I-294/I-57	3.8	3.9	0.1	2.3%
Elgin O'Hare Western Access	28.2	46.9	18.7	66.4%
Illinois Route 53/120	1.0	2.2	(0.8)	-75.9%
<i>Move Illinois and CRP</i>	<i>\$176.5</i>	<i>\$187.9</i>	<i>\$11.5</i>	<i>6.5%</i>
Other Capital Projects	12.2	12.0	(0.2)	-1.8%
<i>Capital Program Subtotal</i>	<i>\$188.6</i>	<i>\$199.9</i>	<i>\$11.2</i>	<i>6.0%</i>
IGA Reim. and Other Adjust.		0.0	0.0	N/A
<i>Total Capital Program</i>	<i>\$188.6</i>	<i>\$199.9</i>	<i>\$11.2</i>	<i>5.9%</i>

Note: Numbers may not add to totals due to rounding.

2015 First Quarter Summary

Revenue continues to grow, M and O expenses lower than budget, Capital Program on track

- Revenue was \$6.6 million more than budget
- Maintenance and operations expenditures were \$1.6 million below budget
- Debt Service transfers were \$4 million more than projection
- Capital Program expenditures were \$11.2 million more than projection

Appendix

2015 Revenue - Monthly Toll Revenue



Note: Numbers may not add to totals due to rounding.

2015 Revenue - 2015 Budget Realized

(\$ thousands)

	2015 Budget	YTD Actual	% Budget Realized
Toll Revenue and Evasion Recovery	\$1,160,000	\$269,352	23.2%
Concessions	2,000	480	24.0%
Investment Income	700	409	58.4%
Miscellaneous	7,300	1,400	19.2%
Total Revenue	\$1,170,000	\$271,640	23.2%

Note: Numbers may not add to totals due to rounding.

2015 Maintenance and Operations - Budget Realized

(\$ thousands)

	2015 Budget	YTD Actual	% Budget Realized
Payroll and Related Costs	\$165,212	\$40,849	24.7%
Group Insurance	31,635	8,147	25.8%
Contractual Services	63,953	12,928	20.2%
Materials/Operational Supplies/Other Expenses	7,931	1,203	15.2%
Utilities	6,672	2,148	32.2%
All Other Insurance	12,448	2,775	22.3%
Parts and Fuel	8,170	1,527	18.7%
Equipment/Office Rental and Maintenance	15,790	4,441	28.1%
Other Miscellaneous Expenses	1,089	245	22.5%
Recovery of Expenses	(2,321)	(430)	18.5%
Total Maintenance and Operations Expenditures	\$310,579	\$73,832	23.8%

Note: Numbers may not add to totals due to rounding.

2015 Capital Program - Budget Projection Realized

(\$ thousands)

	2015 Projection	YTD Actual ⁽¹⁾	% Projection Realized
Tri-State Tollway (I-94/I-294/I-80)	\$18,985,955	\$63,292	0.3%
Reagan Memorial Tollway (I-88)	107,870,760	938,657	0.9%
Jane Addams Memorial Tollway (I-90)	839,647,644	109,500,673	13.0%
Veterans Memorial Tollway (I-355)	913,712	215,285	23.6%
Open Road Tolling (ORT)	5,355,428	902,913	16.9%
Systemwide Improvements	241,052,695	25,286,603	10.5%
Tri-State Tollway (I-294)/I-57 Interchange	20,245,308	3,872,547	19.1%
Elgin O'Hare Western Access	319,818,257	46,884,258	14.7%
Illinois Route 53/120/Other Planning Studies	6,099,065	238,090	3.9%
Move Illinois and CRP Subtotal	\$1,559,988,824	\$187,902,319	12.0%
"Other" Capital Projects ⁽²⁾	65,000,000	11,968,111	18.4%
Capital Program Subtotal	\$1,624,988,824	\$199,870,429	12.3%
Agreement Reimbursements and Other Adjustments ⁽³⁾	-	(19,590)	N/A
Total Capital Program Expenditures	\$1,624,988,824	\$199,850,839	12.3%

⁽¹⁾ Capital Program Actual included accrued expenses or which payments have not been made as of March 31, 2015.

⁽²⁾ The Other Projects portion of the Capital Program Budget for 2015 totaled \$96.2 million, of which \$65 million is anticipated to be spent.

⁽³⁾ Intergovernmental and Fiber Optic Agreement Reimbursements were for work performed in prior periods.

Note: Numbers may not add to totals due to rounding.



2015 Capital Program First Quarter

Move Illinois/CRP key variance highlights

<input type="checkbox"/> Elgin O'Hare Western Access	
▪ Schedule changes	\$18.7M
✓ Other agency contributions	
<input type="checkbox"/> Jane Addams Memorial Tollway (I-90)	
▪ schedule changes	\$14.7M
▪ project cost savings	0.2M
<input type="checkbox"/> Systemwide Improvements	
▪ schedule changes	(\$19.4)M
<input type="checkbox"/> Reagan Memorial Tollway (I-88)	
▪ schedule changes	(\$1.3)M

First Quarter Revenue - 2015 vs. 2014

(\$ thousands)

	First Quarter		Variance	
	2014	2015	\$	%
Toll Revenue and Evasion Recovery	\$222,733	\$269,352	\$46,619	20.9%
Concessions	531	480	(51)	-9.7%
Investment Income	124	409	285	229.1%
Miscellaneous	2,585	1,400	(1,185)	-45.8%
Total Revenue	\$225,974	\$271,640	\$45,667	20.2%

Note: Numbers may not add to totals due to rounding.

First Quarter Maintenance and Operations - 2015 vs. 2014

(\$ thousands)

	First Quarter		Variance	
	2014	2015	\$	%
Payroll and Related Costs	\$42,213	\$40,849	(\$1,364)	-3.2%
Group Insurance	7,048	8,147	1,098	15.6%
Contractual Services	11,765	12,928	1,163	9.9%
Materials/Operational Supplies/Other Expenses	2,045	1,203	(843)	-41.2%
Utilities	1,486	2,148	662	44.6%
All Other Insurance	2,568	2,775	206	8.0%
Parts and Fuel	2,235	1,527	(709)	-31.7%
Equipment/Office Rental and Maintenance	4,810	4,441	(369)	-7.7%
Other Miscellaneous Expenses	224	245	21	9.2%
Recovery of Expenses	(732)	(430)	302	41.3%
Total Maintenance and Operations Expenditures	\$73,664	\$73,832	\$168	0.2%

Note: Numbers may not add to totals due to rounding.

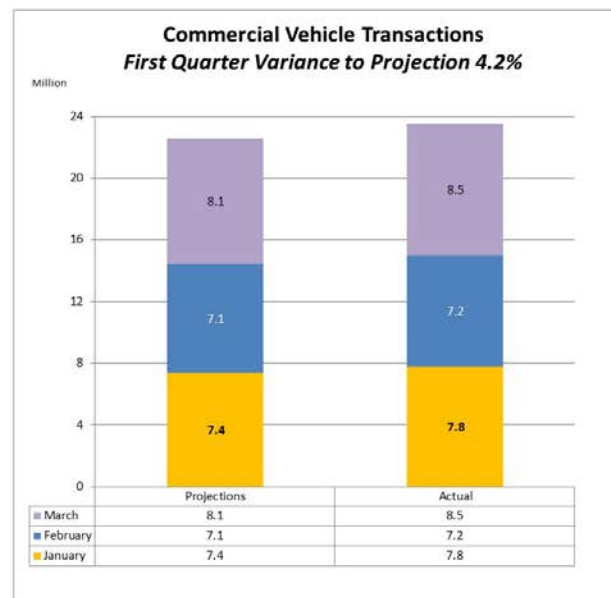
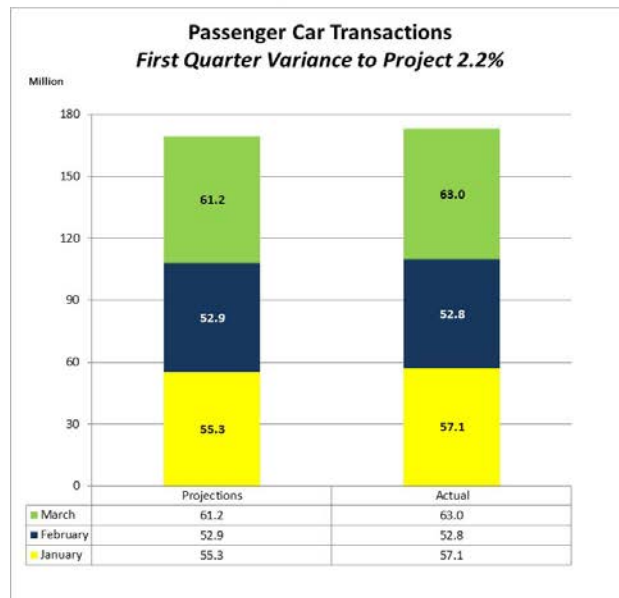
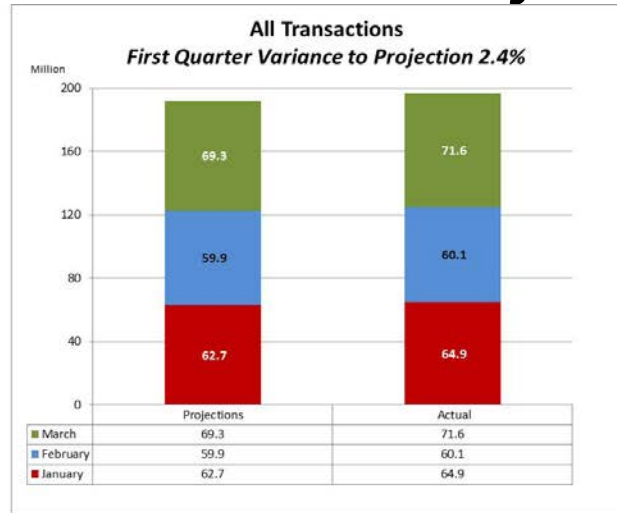
First Quarter Capital Program - 2015 vs. 2014

(\$ thousands)

	First Quarter		Variance	
	2014	2015	\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$2,223	\$63	(\$2,160)	-97%
Reagan Memorial Tollway (I-88)	176	939	762	432%
Jane Addams Memorial Tollway (I-90)	64,802	109,501	44,699	69%
Veterans Memorial Tollway (I-355)	27	215	188	694%
Open Road Tolling (ORT)	12	903	891	7461%
Systemwide Improvements	20,041	25,287	5,246	26%
Tri-State Tollway (I-294)/I-57 Interchange	6,446	3,873	(2,573)	-40%
Elgin O'Hare Western Access	40,353	46,884	6,531	16%
Illinois Route 53/120/Other Planning Studies	314	238	(76)	-24%
Move Illinois and CRP Subtotal	\$134,394	\$187,902	\$53,508	40%
"Other" Capital Projects	11,180	11,968	788	7%
Capital Program Subtotal	\$145,574	\$199,870	\$54,296	37%
Agreement Reimbursements and Other Adjustments	\$41	(\$20)	(\$61)	-148%
Total Capital Program Expenditures	\$145,615	\$199,851	\$54,235	37%

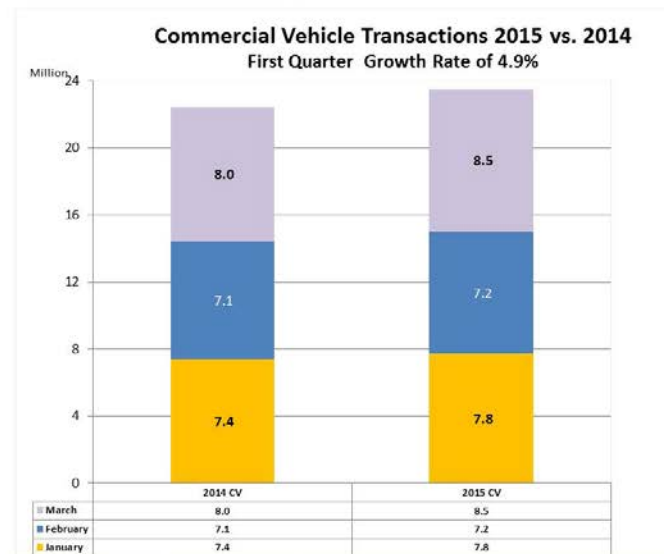
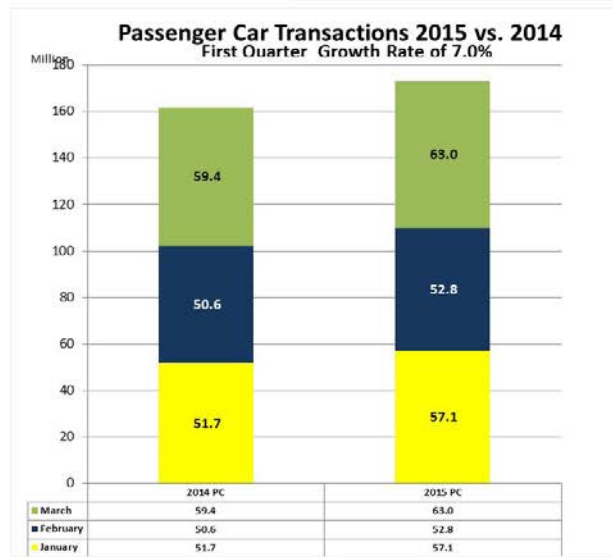
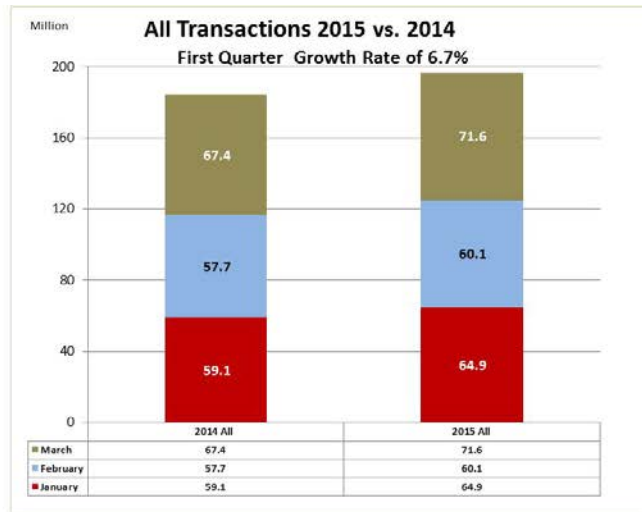
Note: Numbers may not add to totals due to rounding.

2015 Transactions - *Projection vs. Actual*



Note: Numbers may not add to totals due to rounding.

2015 vs. 2014 Transactions – Year-Over-Year



Note: Numbers may not add to totals due to rounding.



THANK YOU



Elgin O'Hare Western Access Project Update

May 28, 2015

Agenda

- ▶ *Move Illinois* overview
- ▶ Elgin O'Hare Western Access (EOWA) Project overview
- ▶ EOWA Project status
- ▶ Construction highlights
- ▶ Tolling
- ▶ Next steps

Move Illinois Program

15-year, \$12.1 billion program

MOVE
ILLINOIS

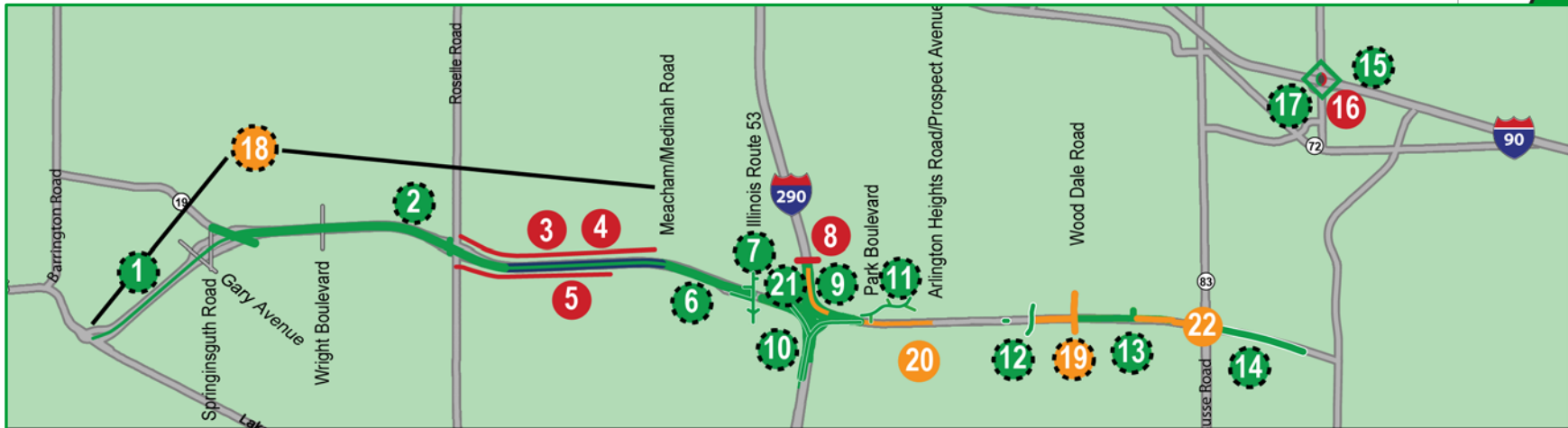


Elgin O'Hare Western Access Project

- ▶ **\$3.4 billion project**
 - ▶ 91 percent funded by *Move Illinois* Program
- ▶ **Provide western access to O'Hare International Airport**
- ▶ **First all-electronic toll road in the region**



EOWA Project Construction Status



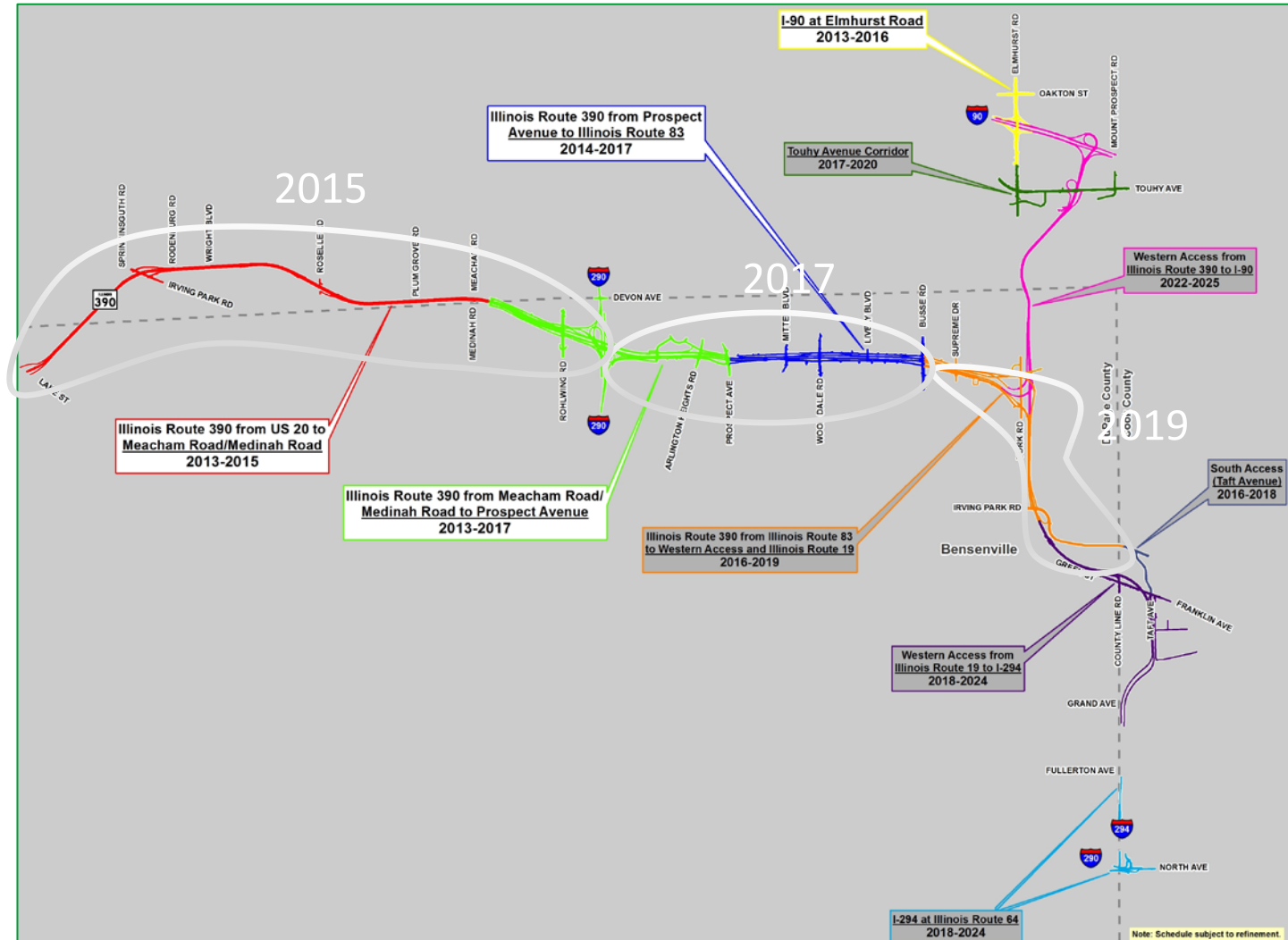
2013-2015 Construction Awards*

- | | |
|---|--|
| 1 Toll plaza/ITS - U.S. Route 20 to I-290 | 12 Salt Creek and Mittel Boulevard bridges |
| 2 Rehabilitation/widening - Illinois Route 19 to Roselle Road | 13 Lively Boulevard Bridge and eastbound frontage road |
| 3 Rehabilitation/widening - Roselle Road to Meacham Road | 14 Advance drainage work - Illinois Route 83 to Willow Creek |
| 4 Noisewalls - westbound Roselle Road to Meacham Road | 15 Elmhurst Road at I-90 Interchange on I-90 |
| 5 Noisewalls - eastbound Roselle Road to Meacham Road | 16 Elmhurst Road southbound bridge over I-90 |
| 6 Roadway reconstruction - Meacham/Medinah to Rohlwing Road | 17 JAWA Watermain Relocation - Elmhurst Road Interchange |
| 7 Rohlwing Road (Illinois Route 53) Bridge | 18 Rehabilitation from Lake Street (U.S. Route 20) to Meacham Road/Medinah Road |
| 8 Devon Avenue Bridge | 19 Wood Dale Road Bridge over Illinois Route 390 |
| 9 I-290 Interchange | 20 Illinois Route 390: Park Boulevard to Arlington Heights Road |
| 10 Westbound I-290 ramp to westbound Illinois Route 390 | 21 Eastbound I-290 to eastbound Illinois Route 390 |
| 11 Park Boulevard, Pierce Road and Ketter Drive
(Hamilton Lakes access improvements) | 22 Illinois Route 390: Lively Boulevard to Illinois Route 83 with Illinois Route 83 Bridge |

Contract Awarded * Schedule subject to refinement; various building demolition contracts not shown.

Text Colors: Complete / Ongoing / 2015 Look Ahead

EOWA Implementation Timeline



Devon Avenue Bridge



Devon Avenue Bridge



Rohlwing Road Intersection – 2013



Rohlwing Road Bridge Construction



I-290 Interchange Project



I-290 Interchange Project – South View



I-290 Interchange Project



I-290 Interchange Project – West View



Illinois Route 390 Mainline Bridges



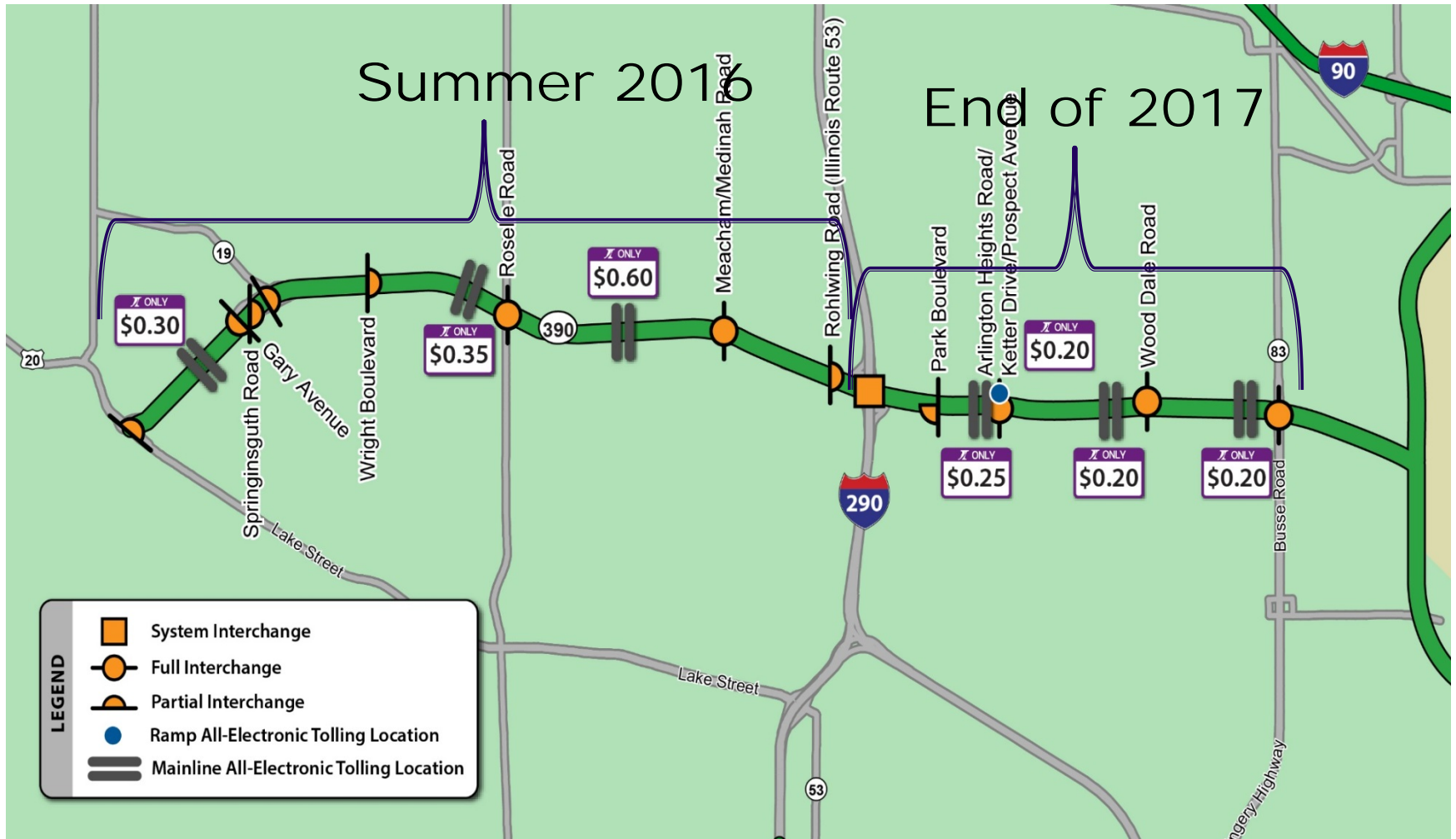
Elgin O'Hare Western Access Tolling

- ▶ **First all-electronic tolling (AET) roadway on the Tollway system**
- ▶ **Installation of overhead tolling gantries along the Illinois Route 390 corridor will begin next week in the segment west of I-290 to accommodate testing**
 - ▶ “No Tolls Taken” signs will be posted
- ▶ **Tolling expected to begin following construction of major roadway segments**
 - ▶ Illinois Route 390 from Lake Street (U.S. Route 20) to I-290 schedule for completion end of 2015 – toll collection to begin in summer 2016
 - ▶ Illinois Route 390 from I-290 to Busse Road (Illinois Route 83) scheduled for completion end of 2017 – toll collection to begin by the end of 2017
- ▶ **Details regarding tolling for the north-south corridor to be developed with future design**

Tolling Gantries Visualization

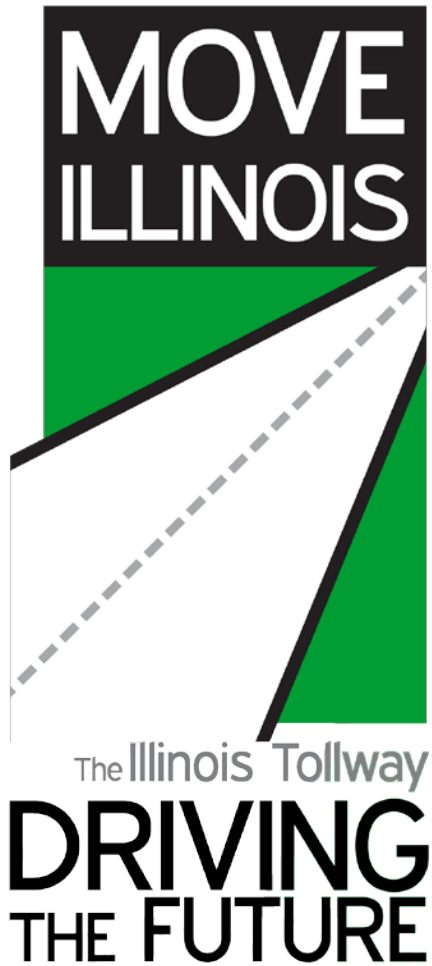


Illinois Route 390 Toll Rates and Locations



Next Steps

- ▶ **Continue Local Advisory Committee meetings and community outreach activities to keep the public informed**
- ▶ **Continue development of the north-south corridor tolling plan**
- ▶ **Develop EOWA business rules that guide toll notification and violation structure**
- ▶ **Draft EOWA business rules to the Tollway Board in July 2015**
- ▶ **Explore alternate payment methods**



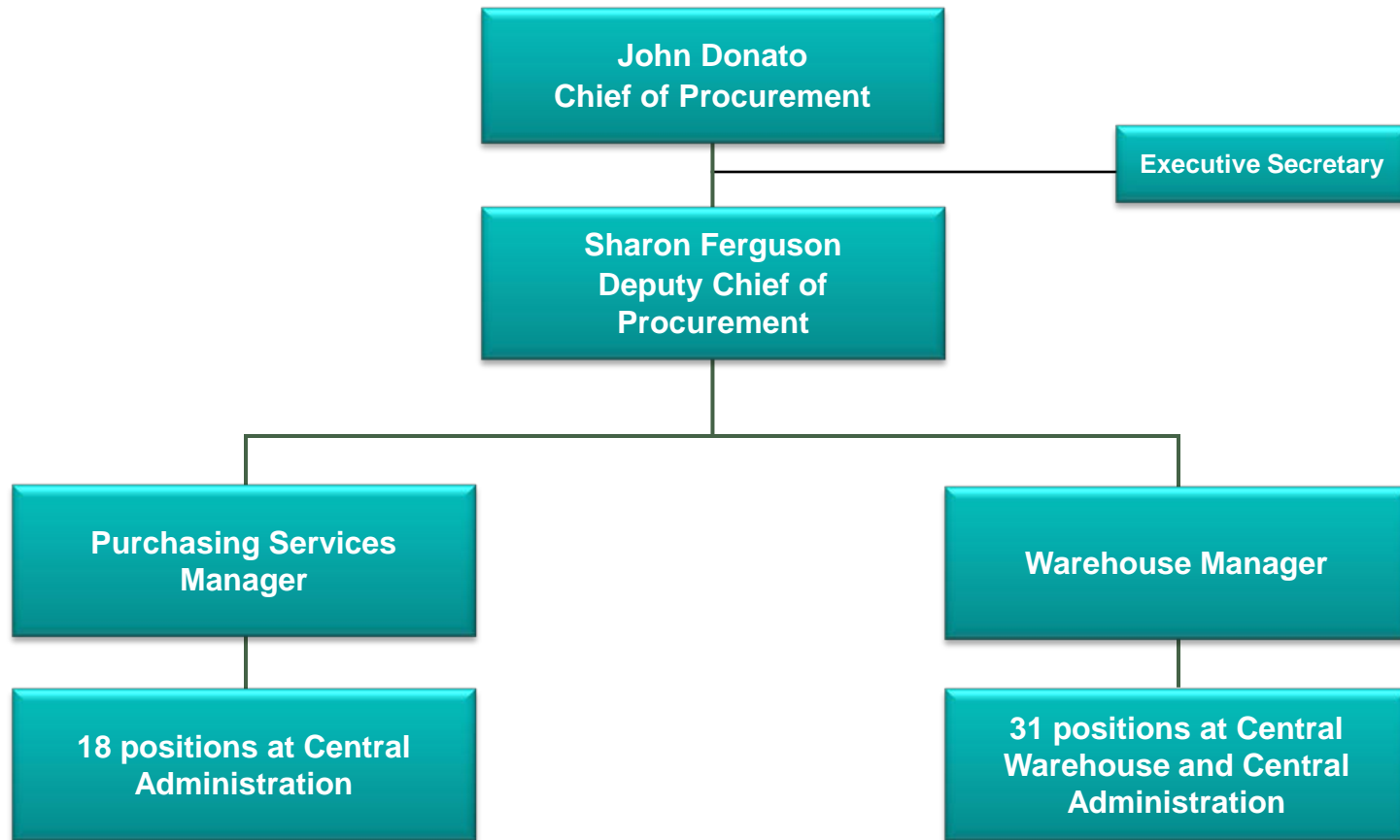
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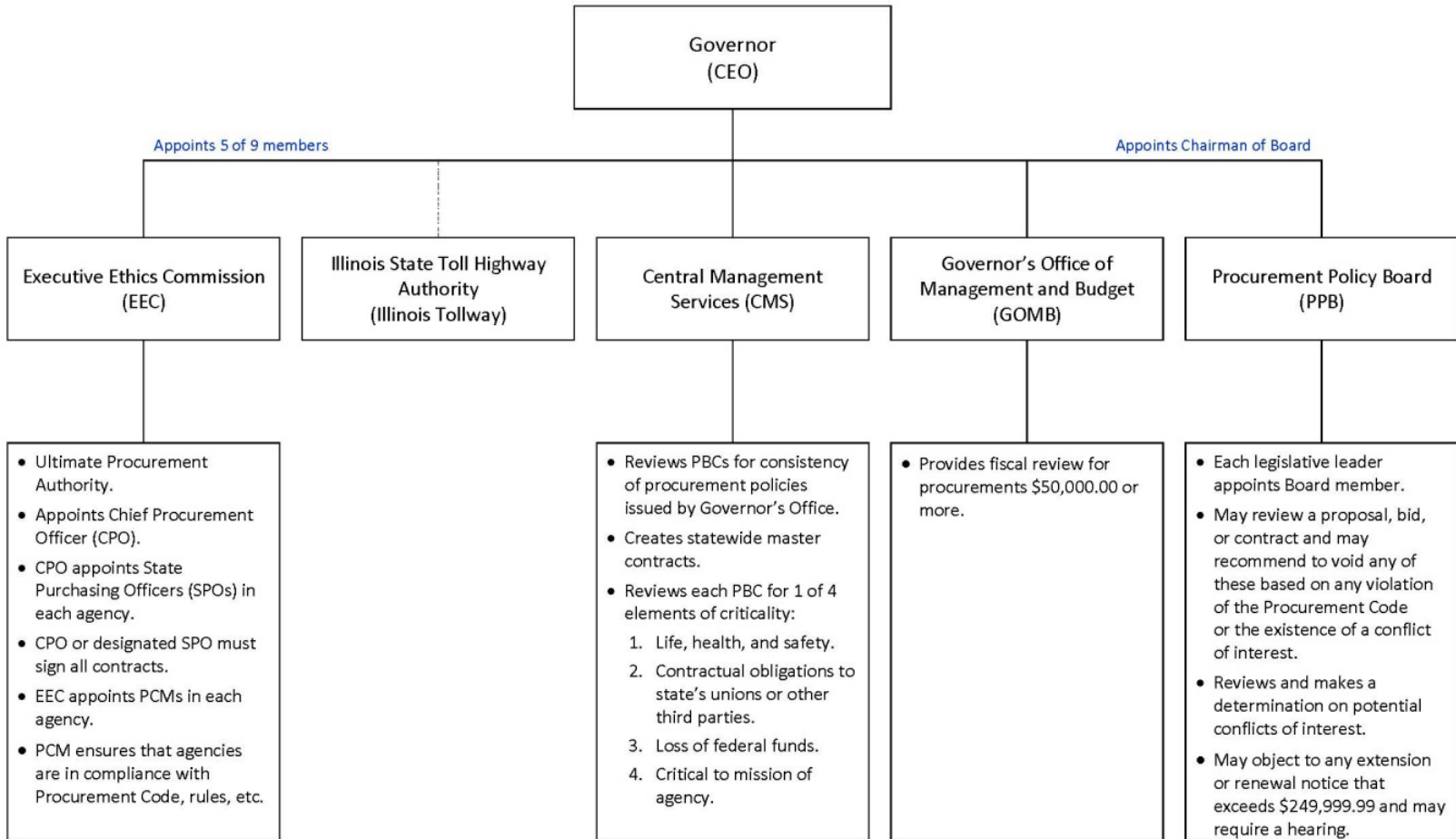
Procurement Goods and Services

May 28, 2015

Procurement Department



Procurement Process Overview



Procurement Approvals

- Procurements greater than or equal to \$50,000 require Board approval
- CMS-led procurements less than \$250,000 are listed as informational items
- Procurements from \$5,000 to \$49,999 are listed as informational items



Procurement Approaches

- Invitation for Bids (IFB)
 - Awarded to lowest, responsible bidder
 - Average time - 6 to 7 months
- Request for Proposals (RFP)
- RFP Professional & Artistic (RFP P&A)
- Sole Source Procurements
- Emergency Procurements
- Small Purchases





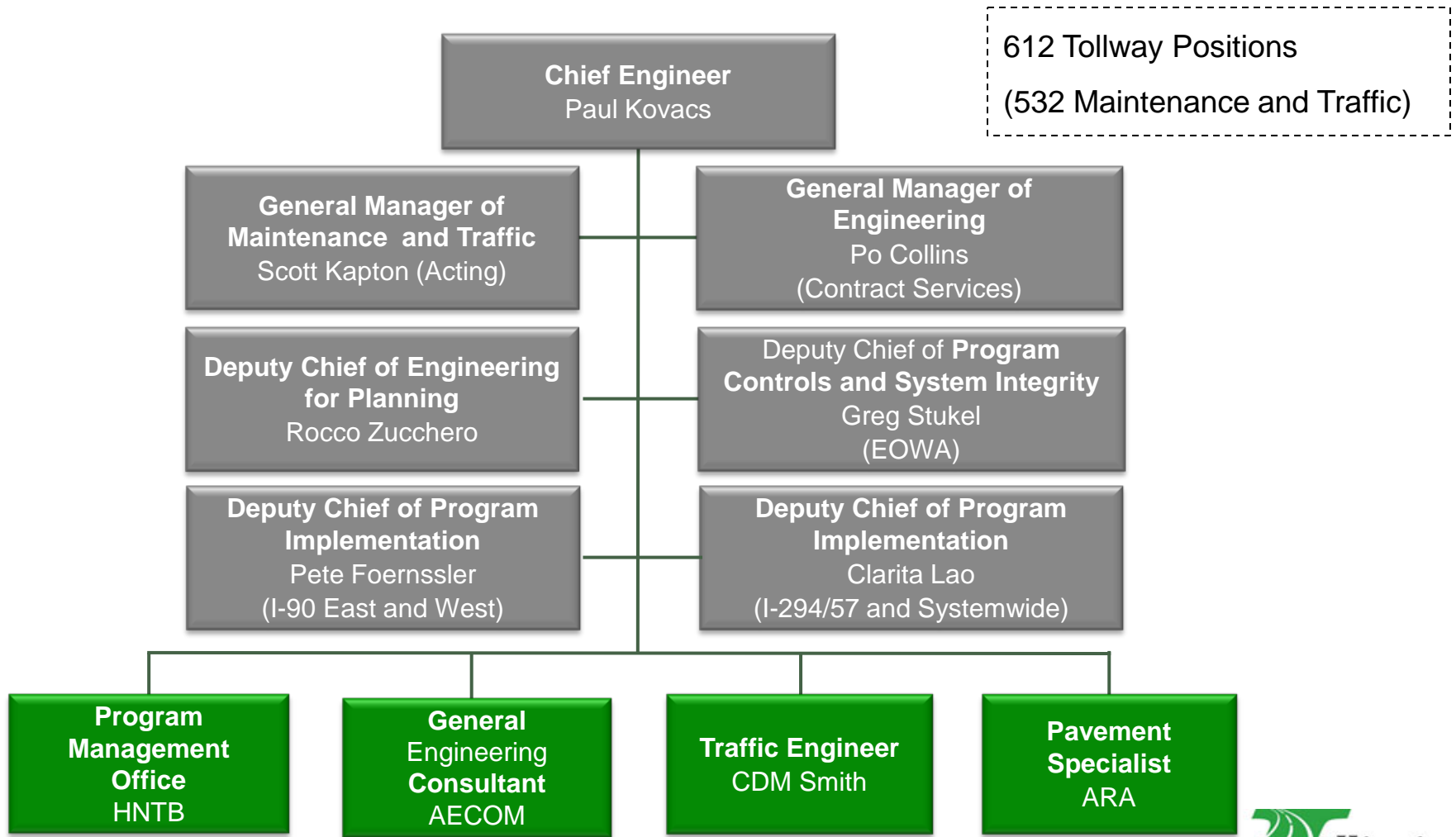
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Engineering Board Items

May 28, 2015

Engineering Department Organization



Engineering Board Agenda Items

- **Construction contract awards**
- **Professional services contract awards**
- **Professional services contract supplements and renewals**
- **Construction authorizations to proceed for construction change orders/extra work orders in excess of \$200,000**
- **Partial and final releases of retainage on construction contracts**
- **Land management and acquisition (DiBenedetto items)**



Construction Contracts

- Construction work is performed by private contractors and requires pre-qualification by the Illinois Department of Transportation (IDOT)*

- Subject to the requirements of the Procurement Code relating to competitive bids

- Lowest responsive and responsible bidder being awarded the contract

Steps in the Process	Information/Assistance Available
<ul style="list-style-type: none"> • Identify upcoming projects • Seek plans 	Bid-letting schedule Online Plan Room
<ul style="list-style-type: none"> • Compile bid • Submit bid (to prime or Tollway) 	Construction Contracts 101 Webinar
<ul style="list-style-type: none"> • Bid opening/apparent low bidder • Review paperwork 	Public bid opening (webcast)
<ul style="list-style-type: none"> • Tollway Board approval • Receive Notice to Proceed 	

**Specialized work does not require IDOT pre-qualification, such as small-business set-aside contracts and vertical construction*



Professional Services Contracts

- Firms provide planning, design, survey and construction management services and must be IDOT pre-qualified
- Professional Services Bulletin (PSB) advertises opportunities available
- PSB available on the Tollway's website, published in a news release and sent via the state's procurement site
- **Qualifications-based selection**
 - Selection based on qualifications, skills and expertise, as opposed to a low bid
 - Negotiation of a fair and reasonable fee for services with selected firm
- **Comprehensive selection process**
 - Interested firms submit a statement of interest
 - Formal process internally
 - Tier one: scoring process by Engineering
 - Tier two: executive engineering review
 - Tier three: selection committee review and decision
- **Chief Engineer provides award recommendation to Board**



Professional Services Supplements/Renewals

- **May be recommended during the design or construction phase**
- **Due to changes in scope requiring additional effort from the consulting firm such as**
 - Construction contract extensions
 - Necessary design updates
- **Detailed documentation in a staff summary sheet is approved by Engineering and the Executive Director**
- **Renewals of a contract can be exercised if necessary (typically 1 to 2 years in length)**



Change Orders/Extra Work Orders

- **Change is common in a large and complex program**
- **Robust process for identifying, evaluating and approving changes**
 - Contractors and construction managers define the change and why its needed
 - Change orders – changes to the contract
 - Extra work orders – additional work added to a contract
 - Submit an Authorization to Proceed (ATP) to the Tollway
 - Reviewed by the Contract Cost Change Controls Committee (C5)
 - Change order/extra work order is presented to the Board if greater than \$200,000

Authorization Limit	Approving Authority
Credits	Project Manager
Up to \$30,000	Project Manager
Up to \$100,000	Chief Engineer
Up to \$150,000	Executive Director
Up to \$200,000	Chair of the Board
More than \$200,000	Board of Directors



Releases of Retainage

- 10 percent of each construction contract is to be retained (per the Tollway's Trust Indenture and contract specifications)
- When 50 percent of the work is complete, retainage can be reduced to 5 percent; Board approval is required for a partial release of retainage below 5 percent
- When all work is complete, final release of retainage is recommended
- DBE paperwork may lag behind releases of retainage, but status is reported on a quarterly basis



Land Acquisition Items

Item details are discussed during executive session

- Tollway required to identify and reasonably describe parcels that may need to be acquired by condemnation in order to comply with Illinois State Toll Highway Authority (ISTHA) v. DiBenedetto via Board approved resolutions
- May also require Board approval of an administrative settlement in order to acquire a specific parcel

Getting Information

Visit www.illinoistollway.com

■ Procurement opportunities

- View construction bid-letting schedule (updated bi-weekly)
- Visit the Online Plan Room
- View the Professional Services Bulletins (PSBs)

■ Resources such as webinars and tutorials

■ Board of Directors minutes and resolutions

The screenshot shows the Illinois Tollway website's 'Doing Business' page. The navigation menu at the top includes 'About the Tollway', 'News Room', 'Doing Business' (highlighted with a red circle), 'Tolls and I-PASS', and 'Construction/Planning'. The main content area features a 'Doing Business with the Illinois Tollway' section with a sub-header and a list of links: Construction and Engineering, Goods and Services, Diversity Programs, Tower and Fiber Leasing, Towing and Vehicle Recover, Auctions and Real Estate, and Blue Board Program. Below this is a 'Bids' section with links for Goods and Services, Construction and Engineering, and Professional Services Bulletin. A 'Construction' section includes links for Manuals, Guidelines, Permits, Diversity Programs, and Access to Plans. An 'Information' section lists Towing and Blue Board. At the bottom, there are icons for 'Board Information', 'Manage Account', and 'Move Illinois', along with a 'Tollway News' section containing several news items dated in 2013.

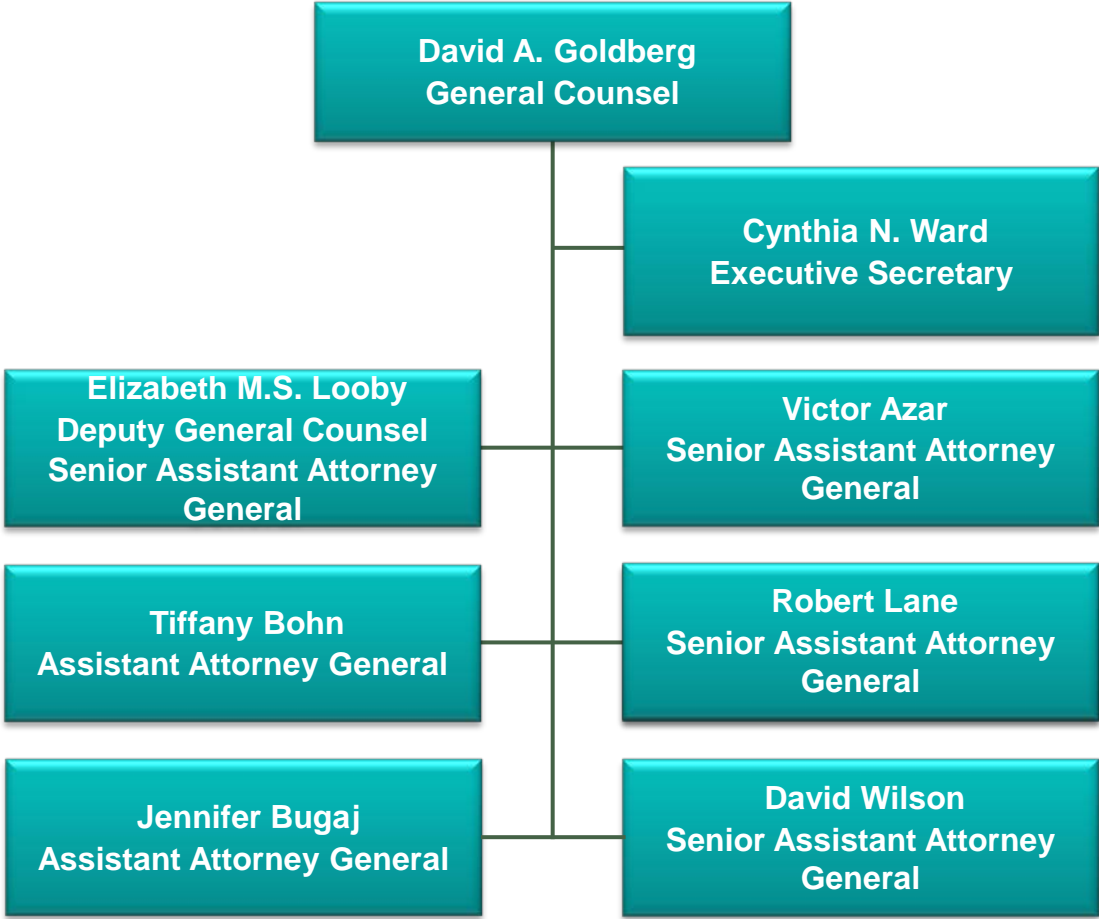


THANK YOU



Legal Department Overview

Legal Department



Key Departmental Functions/Roles

■ Legal Department is a bureau of the Office of the Attorney General

General

- General Counsel reports to Executive Director and Attorney General
- Provides legal assistance in all aspects of Tollway operations

■ Types of legal issues

- Interpretation and counseling
 - Illinois Toll Highway Act (Tollway's enabling state law)
- Contract preparation
 - Drafting/reviewing requests for proposals (RFPs)
 - Review for form and constitutionality all monetary contracts
- Administration
 - Provide legal counsel regarding policy (legislative initiatives, transportation industry, electronic tolling)
 - Negotiate union contracts
 - Toll violations counseling – hardship reviews



Key Departmental Functions/Roles

■ Finance operations

- Prepare bond transaction documents; liaison with outside transactional counsel
- Assist with risk management issues

■ Litigation

- Personal injury (Tollway customers and/or employees)
- Employment (discrimination, union issues, workers' compensation)
- Land acquisition – Tollway has condemnation powers
- Recovery of expenses (property damage)
- Violation enforcement -- liaison with outside collection firms
- Constitutional challenges to Tollway business and processes

■ Board/Executive Office

- Assist in preparing/reviewing monthly agenda and resolutions
- Provide advice and counsel on conduct of Board meetings/operation (Open Meetings Act, etc.)
- Review minutes prior to voting
- Review/redact executive session minutes
- Internal investigations



Department Board/Committee Items

■ General utility agreements

- Agreements with various utilities that will be impacted by Tollway construction projects (usually needing to relocate utility lines/cables)
- Agreements outline the general financial and construction responsibilities, as well as the Tollway's approval, documentation and invoicing procedures

■ Union agreements

- Tollway employees are represented by four unions (AFSCME, SEIU, Teamsters, MAP)
- Collective bargaining agreements require Board consideration and approval



Department Board/Committee Items

■ Land acquisition matters

- There are generally two types of real estate matters considered by the Board
 - The first type consists of the public identification of specific real estate properties to be condemned for Tollway purposes
 - The second type of matter concerns “administrative” real estate settlements (negotiated deals) for amounts that exceed pre-approved staff limits

■ Administrative rules

- In addition to the Toll Highway Act, the Tollway is governed by Administrative Rules that the Board creates (toll violation process, speed limits, roadway procedures)
- Changes to these rules require Tollway Board approval and filing/approval in General Assembly



Department Items on Today's Board Agenda

■ Intergovernmental Agreements (IGAs)

- ❑ IGAs consist of agreements between Tollway and one or more governmental entity. The IGAs typically identify the parties' contracting responsibilities, allocation of costs, maintenance responsibilities and the allocation of other responsibilities that might be associated with the underlying project.
- ❑ IGAs are exempt from state procurement law, but some legislative efforts geared toward regulating larger-scale IGAs.
- ❑ General examples are with: (i) towns for allocating construction costs, (ii) IDOT for assigning responsibilities on projects with overlapping jurisdiction, (iii) a state agency providing some type of consideration for a Tollway service provided or (iv) operating agreements with Illinois State Police (usually regarding ISP District 15).
- ❑ Today's IGAs cover (i) construction for Elgin O'Hare Western Access Project affecting Franklin Park; (ii) a public university's performance of specialized safety studies for the Tollway; and (iii) an ISP sharing agreement for motorcycles.



Department Items on Today's Board Agenda

■ Litigation/dispute settlements

- Proposed settlements that may involve Tollway paying an adverse party or establishing other terms and conditions. Regular types of cases include: personal injury, workers compensation, employment, contract, civil rights and real estate.
- Today's matter, to be discussed substantively in executive session (not public), relates to a payment dispute with a contractor and following negotiations a tentative resolution is available in lieu of litigation. The Board re-enters the public meeting to formalize its approval.



THANK YOU