



Record of Meeting | March 23, 2016

The Illinois State Toll Highway Authority (the "Tollway") Board of Directors met in regular session on Wednesday, March 23, 2016 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 the Board.]

Call to Order / Pledge of Allegiance / Roll Call

Chairman Bob Schillerstrom called the Meeting to order at approximately 9:00 a.m., stating that this is the regularly scheduled meeting of the Board of Directors of the Tollway. He invited attendees to rise and join in the Pledge of Allegiance. He then asked the Board Secretary to call the roll, those Directors present and absent being as follows:

Board Members Present:	Board Members Not Present:
Chairman Bob Schillerstrom	Governor Bruce Rauner <i>[ex officio]</i>
Director Corey Brooks	Secretary Randall Blankenhorn <i>[ex officio]</i>
Director Earl Dotson, Jr.	Director Jim Banks
Director Joe Gomez	
Director David Gonzalez	
Director Craig Johnson	
Director Nick Sauer	
Director James Sweeney	

The Board Secretary declared a quorum present.

Public Comment

Chairman Schillerstrom opened the floor for public comment. No public comment was offered.

Chairman's Items



Item 1: Approval of the Minutes of the regular Board of Directors meeting held February 25, 2016.

Chairman Schillerstrom called for a motion to approve **Chairman's Item 1**, the Minutes of the regular Board of Directors meeting held on February 25, 2016, as presented. Director Gomez made a motion for approval; seconded by Director Sauer. Chairman Schillerstrom asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Schillerstrom called for a vote. The motion PASSED unanimously.

Chairman Schillerstrom stated that without objection, action on Chairman's Item 2, the Minutes of the Executive Session of the Board of Directors meeting held on February 25, 2016, will be deferred until after consideration in Executive Session.

Chairman Schillerstrom called for a motion to approve **Chairman's Item 3**, the Revised 2016 Tollway Board and Committee Schedule, as presented. Director Sweeney made a motion for approval; seconded by Director Brooks. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Chairman Schillerstrom, observing that the revisions proposed are to the standing start times for the Audit and the Diversity and Inclusion committee meetings, confirmed with Directors Brooks and Gonzalez (who serve as committee chairs) their endorsement of the revisions.

Hearing no further discussion, Chairman Schillerstrom called for a vote on the pending motion. The motion PASSED unanimously.

COMMITTEE REPORTS

Chairman Schillerstrom asked the chairs of the following committees of the Board if they had any report to provide on the committees' recent activities:

Finance, Administration & Operations Committee

Committee Chair Gomez updated the Board on the Finance, Administration and Operations Committee ("FAO Committee") meeting held Wednesday, March 16, 2016, providing the following highlights:

FINANCE presented the quarterly financial review ("QFR") that included preliminary and unaudited 2015 year-ending financial results. Revenues were \$2 million above the October estimate, while operating expenditures were \$12 million less than estimated and debt service costs were \$2 million less than estimated. Capital expenditures were about \$15 million higher



than estimated in October. Mike Colsch, Chief of Finance, will provide a brief review of the QFR during the Meeting for benefit of the full Board.

The Finance Department then presented one item which was approved by the Committee for placement on the Board agenda with a recommendation for approval:

- One year of liability insurance coverages, brokered by Mesirow Insurance, for the Tollway's Liability Insurance Program. Premiums for the policy year of June 1, 2016 through May 31, 2017 total \$944,401 for coverages totaling \$150 million. The cost is \$2,937 less than the expiring policies with similar coverage.

PROCUREMENT presented three items which were approved by the Committee for placement on the Board agenda with a recommendation for approval:

- A request to utilize a Department of Central Management Services master contract for the upgrade of 20 communication towers located throughout the Tollway system.
- An award of a Tollway invitation for bid to purchase two portable, trailer-mounted, asphalt-recycling machines. Both are replacements for units which have reached the end of their service life.
- A renewal of a Tollway sole source contract for the continued purchase of software and hardware maintenance for the Tollway's proprietary computer-aided dispatch system.

ENGINEERING presented ten items which were each reviewed and approved by the Committee for placement on the Board agenda with a recommendation for approval.

The final Engineering item, deferred at Committee, is related to land acquisition and will be reviewed in Executive Session prior to full Board consideration.

LEGAL presented four intergovernmental agreements ("IGAs") which were each approved by the Committee for placement on the Board agenda with a recommendation for approval:

- An IGA with the Illinois Department of Transportation ("IDOT"), Elk Grove Village, Village of Mount Prospect and City of Des Plaines.
- An IGA with the IDOT relating to the reconstructing and widening of a Higgins Road (Route 72) bridge over the Jane Addams Memorial Tollway (I-90) west of Elgin. IDOT is reimbursing the Tollway an estimated amount of \$2,125,617.45.
- An IGA with IDOT relating to reconstructing Higgins Road (Route 72) bridges over the Jane Addams Memorial Tollway (I-90) near Hoffman Estates. IDOT will reimburse the Tollway an estimated amount of \$8,798,632.75.



- An IGA with IDOT and the Village of Rosemont.

Finally, a workers' compensation settlement, deferred at Committee, will be reviewed in Executive Session prior to consideration by the full Board.

Diversity & Inclusion Committee

Chairman Schillerstrom, observing that the Diversity & Inclusion Committee did not meet in February, asked if Committee Chair Brooks has any update to share on the committee's activities. Director Brooks responded that he has no update to share at this time.

Customer Service & Planning Committee

Committee Chair Schillerstrom updated the Board on the Customer Service and Planning ("CSP Committee") meeting held Wednesday, March 16, 2016, providing the following highlights:

Cindy Klima, Chief of Communications and Marketing, provided the Committee a presentation on the outreach plan for the new Illinois Route 390, scheduled to open as a toll road on July 5, 2016. The Communications Department has developed a comprehensive plan to educate the public about the project and how to pay tolls on the first roadway in the Tollway system to use all-electronic toll collection, and to engage local partners to help share the message.

Business Systems then presented four items to the Committee, three of which were reviewed and approved for placement on the Board agenda with the Committee's recommendation for approval. After discussion, the Committee suggested that staff revisit the Settlement Guidelines document.

[End of Committee Reports]

Having no further items, Chairman Schillerstrom called on Executive Director Greg Bedalov.

Executive Director

The Chicago Lighthouse: Executive Director Bedalov provided the Board a brief overview of The Chicago Lighthouse, a prominent social services organization that assists people who are blind, visually impaired, disabled or veterans. He highlighted that the partnership between the Tollway and The Chicago Lighthouse is an admirable example of government and business working together to create jobs and serve customers in a socially responsible way. He then introduced Dr. Janet Szlyk, President/Chief Executive Officer of The Chicago Lighthouse, to



provide a presentation on the mission of their organization and the work they do managing the Tollway's I-PASS Customer Service Call Center. [See attached presentation.](#)

Inspector General Report: Executive Director Bedalov highlighted that the Tollway continues to work collaboratively with the Office of Inspector General to enhance the quality of the agency's policies and operations. He then introduced T.J. Hengesbach, Tollway Inspector General, to present the Office of Inspector General ("OIG") Summary Activity Report, conveyed semi-annually pursuant to requirements of the *Toll Highway Act*. Mr. Bedalov noted that because the Inspector General position was vacant for a period during the second half of 2015, the report will encompass activity between March 2015 and February 29, 2016. [See attached presentation.](#)

Director Dotson asked whether the OIG's investigations are conducted independently or in conjunction with other Tollway departments. Mr. Hengesbach replied that the OIG does solicit information from various Tollway departments, for example, the Internal Audit Department, but all investigations are conducted without outside influence and all information remains confidential through the course of the investigation until its conclusion.

Director Dotson further inquired about other collaborative efforts of the OIG. Mr. Hengesbach noted his internal work especially with Internal Audit and, externally, his engagement with other inspectors general.

Quarterly Financial Review: Executive Director Bedalov then introduced Mike Colsch, Chief of Finance, to present an overview of the preliminary 2015 Year-ending Budget to Actual results. [See attached presentation.](#)

Items for Consideration

Chairman Schillerstrom reminded those in attendance that each of the following items for consideration, with some exceptions which are noted, has been reviewed in detail, discussed and approved at committee for placement on the Meeting agenda with the relevant committee's recommendation for Board approval.

Finance

Item 1: Award of Contract 16-0028 to Mesirow Insurance Services for the purchase of the Liability Insurance Program in an amount not to exceed \$994,401.00 (Order Against CMS Master Contract). [Recusal: Chairman Schillerstrom]

Chairman Schillerstrom recused himself from participating in the decision regarding this item.



Chairman Schillerstrom called for a motion to approve **Finance Item 1**. Director Gomez made a motion for approval; seconded by Director Brooks. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Brooks, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney (7)

Nays: None (0)

Recusals: Chairman Schillerstrom (1)

The motion to approve PASSED.

Business Systems

Item 1: Award of Contract 16-0018 to Bridgeway, Inc. for the purchase of Image Review Services in an amount not to exceed \$20,000,000.00 (State Use Program).

Chairman Schillerstrom called for a motion to approve **Business Systems Item 1**. Director Sauer made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sauer, Director Johnson, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 2: Award of Contract 16-0024 to Jacobs Engineering Group Inc. for the purchase of System Integrator Services in an amount not to exceed \$900,000.00 (Tollway Sole Source).

Chairman Schillerstrom called for a motion to approve **Business Systems Item 2**. Director Sauer made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sauer, Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)



The motion to approve PASSED.

Item 3: Award of Contract 16-0013 to Law Enforcement Systems, LLC for the purchase of Out-of-State Registration Retrieval Services in an amount not to exceed \$750,000.00 (Tollway Sole Source).

Chairman Schillerstrom called for a motion to approve **Business Systems Item 3**. Director Johnson made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Gomez, Director Brooks, Director Dotson, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Procurement

Item 1: Award of Contract 15-0166 to L&M Solutions, Inc. for the purchase of a Tower Aviation Lighting Upgrade in an amount not to exceed \$399,495.00 (Order Against CMS Master Contract).

Chairman Schillerstrom called for a motion to approve **Procurement Item 1**. Director Dotson made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Chairman Schillerstrom inquired about the location and purpose of the communication towers. John Donato, Chief of Procurement, responded that 20 Tollway communications towers (of approximately 65 systemwide) are of sufficient height to require lighting fixture upgrades (to strobe-based lighting) in order to comply with Federal Aviation Administration (FAA) regulations. He explained that the towers are a key component of the Tollway's internal communications infrastructure and are made available to other governmental entities for public safety usage. Dave Wilson, Chief of Operations, added that the towers generate revenue for the agency by means of co-location lease agreements with communications carriers.

Hearing nothing further, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:



Yeas: Director Dotson, Director Johnson, Director Brooks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 2: Award of Contract 13-0052R to Keizer Morris International, Inc. (d.b.a. KM International, Inc.) for the purchase of Asphalt-Repair Equipment in an amount not to exceed \$154,580.00 (Tollway Invitation for Bids).

Chairman Schillerstrom called for a motion to approve **Procurement Item 2**. Director Sauer made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Chairman Schillerstrom inquired about the disposition of the asphalt-repair equipment which is to be replaced. Mr. Donato responded that the equipment proposed for replacement, having reached the end of its useful life, has no residual value and is therefore to be scrapped.

Hearing nothing further, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Sauer, Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 3: Renewal of Contract 09-0015 to Infor Public Sector, Inc. for the purchase of Computer-Aided Dispatch System Software and Hardware Maintenance in an amount not to exceed \$129,000.00 (Tollway Sole Source).

Chairman Schillerstrom called for a motion to approve **Procurement Item 3**. Director Gomez made a motion for approval; seconded by Director Brooks. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Brooks, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)



Nays: None (0)

The motion to approve PASSED.

Engineering

Item 1: Award of Contract I-16-4261 to Lorig Construction Company for Roadway and Bridge Repairs on the Jane Addams Memorial Tollway (I-90) from Milepost 19.75 (West of US Route 20) to Milepost 52.5 (East of Randall Road) in the amount of \$1,843,769.80.

Chairman Schillerstrom called for a motion to approve **Engineering Item 1**. Director Johnson made a motion for approval; seconded by Director Sauer. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Sauer, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 2: Award of Contract I-15-4662 to Plote Construction, Inc. for Advance Earthwork and South Frontage Road Construction on the Elgin O'Hare Western Access (IL 390) from Milepost 16.2 (Supreme Drive) to Milepost 16.9 (York Road) in the amount of \$23,058,290.51.

Chairman Schillerstrom called for a motion to approve **Engineering Item 2**. Director Dotson made a motion for approval; seconded by Director Brooks. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 3: Award of Contract I-15-4248 to Lorig Construction Company for Bridge Reconstruction and Interchange Improvements on the Reagan Memorial Tollway (I-88) Farnsworth Avenue over I-88, Milepost 114.35 (Orchard Road) to Milepost 122.1 (North Eola Road) in the amount of \$14,600,527.78.



Chairman Schillerstrom called for a motion to approve **Engineering Item 3**. Director Johnson made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Chairman Schillerstrom requested confirmation that this would be the second iteration of interchange improvements at this location, since the premium outlet mall nearby was developed. Paul Kovacs, Chief Engineer, confirmed, explaining that that the contract would provide for needed bridge reconstruction at Farnsworth Avenue over the Reagan Memorial Tollway (I-88), and for ramp modifications being implemented as part of systemwide operational improvements to address localized congestion. He advised that pursuant to an intergovernmental agreement, the City of Aurora is to take over responsibility for the maintenance of the bridge deck.

At this point, Directors and staff discussed the agency's Interchange Policy and the implication of high-traffic developments to local Tollway system ingress and egress. The discussion additionally addressed potential strategies, including prioritizing Tollway participation in local planning processes, to effectively advocate and achieve equitable sharing of costs for the safe management and accommodation of local traffic volumes. Upon conclusion of the discussion, **the Board directed staff to examine current policies for potential enhancements which would maximize opportunities to share traffic management costs related to local development**, and to report their findings at a future meeting.

Hearing nothing further, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 4: Award of Contract RR-15-4230R to Aldridge Electric, Inc. for Maintenance Garage Fuel Dispensing Systems, Anti-Freeze Tanks, and Liquid Chloride Storage Tanks, Systemwide, in the amount of \$2,603,185.80.

Chairman Schillerstrom called for a motion to approve **Engineering Item 4**. Director Sauer made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:



Yeas: Director Sauer, Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 5: Acceptance of Proposal from BCP Tollway Partners (JV) on Contract I-13-4100 for Supplemental Construction Management Services on the Jane Addams Memorial Tollway (I-90) from Milepost 70.7 (Arlington Heights Road) to Milepost 73.3 (East of Oakton Street), in an amount not to exceed \$170,000.00.

Chairman Schillerstrom called for a motion to approve **Engineering Item 5**. Director Dotson made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Gomez, Director Brooks, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 6: Acceptance of Proposal from Patrick Engineering, Inc. / Civiltech Engineering, Inc. / Singh & Associates, Inc., (JV) on Contract I-12-4041 for Supplemental Design Services on the Elgin O'Hare Western Access (EOWA), U.S. Route 20 to Illinois Route 83, in an amount not to exceed \$900,000.00.

Chairman Schillerstrom called for a motion to approve **Engineering Item 6**. Director Gomez made a motion for approval; seconded by Director Sauer. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Sauer, Director Brooks, Director Dotson, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 7: Change Order / Extra Work Order on Contract I-14-4209 to Walsh Construction Company II, LLC / K-Five Construction Corporation (JV) for Outside Roadway and Bridge Reconstruction



and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 70.7 (Arlington Heights Road) to Milepost 73.3 (Oakton Street), in the amount of \$2,576,026.39.

Chairman Schillerstrom called for a motion to approve **Engineering Item 7**. Director Dotson made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Chairman Schillerstrom asked Mr. Kovacs to provide for the Board an overview of the proposed change order / extra work order. Mr. Kovacs explained that the change order portion, amounting to approximately \$376,000, is for additional quantities of aggregate subgrade not contemplated in the original design. He continued that the extra work order, in the amount of \$2,200,000, provides for schedule recovery to complete the remaining 2015 mainline pavement construction between the Oakton and Busse bridges. He explained that this work was not addressed in previously executed schedule recovery extra work orders because the bridges were not complete due to utility relocation and weather delays.

Chairman Schillerstrom inquired if utility relocation delays were the primary cause of the need for schedule recovery measures. Mr. Kovacs responded affirmatively, explaining that because bridges offer a means for utilities to traverse system toll roads, utility relocation is a common element of bridge work and, consequently, has had a persistent impact to bridge work schedules.

Director Gomez inquired whether planning is performed which would anticipate such issues. Mr. Kovacs responded that significant advance work in design and coordination was performed prior to the start of the Jane Addams Memorial Tollway (I-90) Project; however, the utilities were unable to gear up resources sufficiently, despite good faith efforts, to keep pace with the aggressive schedule of the \$2.5 billion project. He emphasized that the project, including schedule recovery costs, remains within budget and that the lessons learned regarding the pace of utility relocation work are being applied to planning for the Elgin O'Hare Western Access ("EOWA") Project and the Central Tri-State Tollway (I-294) Project.

Chairman Schillerstrom suggested that the Board would benefit from a presentation on the history, relationships, legalities and logistics of utility relocations and the challenges to executing this work in a consistently timely manner. **Executive Director Bedalov confirmed that staff will develop such a presentation for a future meeting.**

Director Sweeney inquired about the Tollway's recourse for the design omission which resulted in insufficient quantities of aggregate to complete the work. Mr. Kovacs emphasized that the Tollway has a robust review process and all construction change orders are reviewed by the Contract Cost Change Controls Committee (C5) for, among other things, identifying reimbursable



designer error. He noted, however, that the agency was not financially harmed by the omission because the needed additional quantities were procured under competitive bid unit costs established within the original contract. Executive Director Bedalov added that a design omission or error may be considered in a future selection process.

Hearing nothing further, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Johnson, Director Brooks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 8: Change Order / Extra Work Order on Contract I-14-4208 to Walsh Construction Company II, LLC / K-Five Construction Corporation (JV) for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 68.1 (I-290/IL-53) to Milepost 70.7 (Arlington Heights Road), in the amount of \$2,555,725.72.

Chairman Schillerstrom called for a motion to approve **Engineering Item 8**. Director Dotson made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Chairman Schillerstrom inquired about the extra work order portion of this item, in the amount of \$350,000.00, to provide for temporary concrete barrier wall to remain in place. Mr. Kovacs explained that to achieve efficiencies the Tollway is electing to purchase the existing temporary concrete barrier placed by the prior contractor in order to eliminate the need for its reconstruction during subsequent work slated for this location. He clarified that the change order will provide schedule savings and may also result in a credit to the agency at the conclusion of the subsequent contractor's work.

Hearing nothing further, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Johnson, Director Brooks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.



Item 9: Extra Work Order on Contract I-14-4648 to Benchmark Construction Co., Inc. for Northwest Suburban Municipal Joint Action Water Agency (NSMJAWA) Water Main Relocation on the Jane Addams Memorial Tollway (I-90) from Milepost 73.5 (Elmhurst Road) to Milepost 74.3 (Higgins Creek), in the amount of \$650,000.00. [Recusal: Director Johnson]

Chairman Schillerstrom called for a motion to approve **Engineering Item 9**, noting that Director Johnson has previously indicated his wish to recuse himself from participating in the decision regarding this item. Director Gomez made a motion for approval; seconded by Director Sauer. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Chairman Schillerstrom asked Mr. Kovacs to provide for the Board additional explanation of the cause for the extra work order. Mr. Kovacs explained that the extra work order provides for a sheet pile wall along 232 feet of trench required to install the proposed 90-inch diameter Northwest Suburban Municipal Joint Action Water Agency (NSMJAWA) watermain. He clarified that this earth retention system would further insulate the watermain and mitigate efforts and costs to remove and dispose of nearby contaminated soil. Mr. Kovacs noted that the Engineering and Legal Departments are evaluating the situation further.

Director Gomez asked whether the vendor is expected to meet its contract commitment for utilization of disadvantaged business enterprises ("DBEs"). Mr. Kovacs responded affirmatively.

Hearing nothing further, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Sauer, Director Brooks, Director Dotson, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (7)

Nays: None (0)

Recusals: Director Johnson (1)

The motion to approve PASSED.

Item 10: Resolution Authorizing Release of Funds for Utility and Fiber Optic Relocation for the Elgin O'Hare Western Access (EOWA), Project I-11-4005.

Chairman Schillerstrom called for a motion to approve **Engineering Item 10**. Director Sauer made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.



Chairman Schillerstrom asked for further explanation of the item. Mr. Kovacs explained that the item authorizes the additional release of \$83 million within the established budget for the EOWA Project, bringing the total release of funds to-date to \$125 million for utility and fiber optic relocations. He noted this release is part of a phased approach being used and will allow the utility relocation process to continue within the overall utility and fiber optic relocation budget.

Chairman Schillerstrom asked whether EOWA Project utility and fiber optics relocations are anticipated to be accomplished within the established budget. Mr. Kovacs responded affirmatively.

Director Sweeney requested confirmation that the funds provide for reimbursement to utilities and communication companies for their costs to relocate their facilities. Mr. Kovacs confirmed.

Directors Johnson and Sweeney inquired about the overall performance of the Jane Addams Memorial Tollway (I-90) Rebuilding and Widening Project. Mr. Kovacs highlighted that the agency and contractors are working hard and anticipate being able to complete the project by the end of 2016, as promised, while remaining within the original budget.

Hearing nothing further, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Sauer, Director Johnson, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom stated that without objection, action on Engineering Item 11 will be deferred until after consideration in Executive Session.

Legal

Item 1: An Intergovernmental Agreement with the Illinois Department of Transportation, Elk Grove Village, Village of Mount Prospect and City of Des Plaines in connection with improvements to Elgin O'Hare Western Bypass over I-90 west of Elmhurst Road including requested improvements from Elk Grove Village. Cost to the Tollway: \$ 0 [Recusal: Director Johnson]

Chairman Schillerstrom called for a motion to approve **Legal Item 1**, noting that Director Johnson has previously indicated his wish to recuse himself from participating in the decision regarding this item. Director Gomez made a motion for approval; seconded by Director Sweeney. Chairman



Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Sweeney, Director Brooks, Director Dotson, Director Gonzalez, Director Sauer, Chairman Schillerstrom (7)

Nays: None (0)

Recusals: Director Johnson (1)

The motion to approve PASSED.

Item 2: An Intergovernmental Agreement with the Illinois Department of Transportation (Bridge No. 625) to reconstruct Illinois Route 72 bridge over I-90. Cost to the Tollway: \$ 0

Chairman Schillerstrom called for a motion to approve **Legal Item 2**. Director Johnson made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Director Sweeney asked the estimated cost of the bridge work which is to be reimbursed by IDOT. Executive Director Bedalov responded that the cost of the bridge deck construction, estimated at \$2,125,617.45, is to be reimbursed by IDOT to the Tollway.

Hearing nothing further, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Gomez, Director Brooks, Director Dotson, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 3: An Intergovernmental Agreement with the Illinois Department of Transportation (Bridge No. 513 & 513A) to replace Illinois Route 72 bridges over I-90. Cost to the Tollway: \$ 0

Chairman Schillerstrom called for a motion to approve **Legal Item 3**. Director Gomez made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Director Sweeney asked if the financial arrangement is new under which the agency awaits reimbursement by IDOT for Tollway work performed on their behalf. Rocco Zuccherro, Deputy Chief of Engineering for Planning, responded that this is an historical practice which facilitates the



concurrent completion of IDOT work while Tollway work is being executed, an arrangement which is reciprocated by IDOT, providing cost and time efficiencies for both parties. Executive Director Bedalov added that the Tollway maintains an accounts receivable balance sheet with IDOT which fluctuates in amount based on these reciprocating arrangements.

Director Sweeney inquired about IDOT's current balance owed to the Tollway and prospects for collecting any outstanding balance. Mr. Colsch estimated IDOT's balance at around \$80 million. Chairman Schillerstrom expressed confidence the Tollway will be reimbursed by IDOT for any monies owed.

Hearing nothing further, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Johnson, Director Brooks, Director Dotson, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 4: An Intergovernmental Agreement with the Illinois Department of Transportation and Village of Rosemont for the sharing of costs associated with the reconstruction of the Lee Street Bridge over I-90. Cost to the Tollway: \$ 0

Chairman Schillerstrom called for a motion to approve **Legal Item 4**. Director Gomez made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Johnson, Director Brooks, Director Dotson, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom stated that without objection, action on Legal Item 5 will be deferred until after consideration in Executive Session.

Executive Session



Chairman Schillerstrom called for a motion to enter Executive Session pursuant to exceptions provided in Sections 2(c)2, 2(c)5, 2(c)11, and 2(c)21 of the Illinois *Open Meetings Act* to consider Tollway matters related to collective bargaining, the purchase of real property, potential or pending litigation, and the minutes of closed meetings.

Director Sauer made a motion, pursuant to the sections specified, to enter Executive Session; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sauer, Director Johnson, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

At approximately 10:40 a.m. the Board entered into Executive Session.

Return from Executive Session and Action (if any)

[*Director Dotson departed the Meeting during Executive Session at approximately 12:30 p.m.*]

At approximately 12:35 p.m., the Board re-entered the public session of the Meeting.

Chairman's Item 2: Approval of the Minutes of the Executive Session of the Board of Directors meeting held February 25, 2016.

Chairman Schillerstrom called for a motion to approve **Chairman's Item 2**, the Minutes of the Executive Session of the Board of Directors meeting held on February 25, 2016, as presented. Director Sauer made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Schillerstrom called for a vote. The motion PASSED by unanimous vote of those Directors present; Director Dotson having earlier departed the Meeting.

Engineering Item 11: Land Acquisition (Identification of Real Estate Parcels associated with the Elgin O'Hare Western Access Project). Cost to the Tollway: N/A.

Chairman Schillerstrom called for a motion to approve **Engineering Item 11**, which amends prior resolution to identify nine (9) additional parcels needed for the EOWA Project that may need to



be acquired by condemnation. Director Gomez made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Johnson, Director Brooks, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (7)

Nays: None (0)

The motion to approve PASSED.

Legal Item 5: A Workers' Compensation Settlement – Richard Hoepner. Cost to the Tollway: As discussed in Executive Session.

Chairman Schillerstrom called for a motion to approve **Legal Item 5**, authorizing staff to proceed with a workers' compensation settlement with Mr. Richard Hoepner, consistent with terms discussed in Executive Session. Director Sauer made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sauer, Director Gomez, Director Brooks, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (7)

Nays: None (0)

The motion to approve PASSED.

Adjournment

There being no further business before the Board, Chairman Schillerstrom requested a motion to adjourn. Motion to adjourn was made by Director Johnson, seconded by Director Gomez. Chairman Schillerstrom called for a vote. The motion PASSED by unanimous vote of those Directors present; Director Dotson having earlier departed the Meeting.

The Meeting was adjourned at approximately 12:38 p.m.



ILLINOIS STATE TOLL HIGHWAY AUTHORITY

Minutes of the
Regular Board of Directors Meeting

Meeting Date
March 23
2016



Christi Regnery

Minutes taken by: _____

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority