

**THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY**  
**MINUTES OF THE REGULAR BOARD MEETING**  
**April 26, 2012**

The Illinois State Toll Highway Authority met in regular session on Thursday, April 26, 2012, at approximately 9:00 am in the Board Room of The Illinois State Toll Highway Authority's Administration Building in Downers Grove, Illinois. The Meeting was held pursuant to By-Laws of the Authority upon call and notice of the Meeting executed by Chair Paula Wolff and posted in accordance with the requirements of the Open Meetings Act.

Bolded entries indicate issues which will require follow-up to present to the Board.

Chair Wolff stated that this is the regularly scheduled meeting of the Board of The Illinois State Toll Highway Authority and asked the Board Secretary to call the roll. Those Directors present and absent were as follows:

Present:

Chair Paula Wolff

Director Jim Banks

Director Terry D'Arcy

Director David Gonzalez

Director Mark Peterson

Director Jeff Redick

Director James Sweeney

Director Carl Towns

Director Tom Weisner

Absent:

Governor Pat Quinn

Secretary Schneider

Chair Wolff called the meeting to order. Executive Director Kristi Lafleur recognized Tollway equipment Operator Nick Carr from the Maintenance and Traffic Division for his role in alerting a Tollway user that he was driving the wrong way on I-90 on April 10. Ms. Lafleur presented Mr. Carr with a plaque for his efforts.

Chair Wolff then opened the floor to public comment. No public comment was offered. Chair Wolff requested a motion to approve the minutes of the Regular Board Meeting and Executive Session held on March 22, 2012. Director Peterson made a motion to approve the

minutes; seconded by Director Towns. The motion was approved unanimously.

## STANDING COMMITTEE REPORTS

Chair Wolff asked each Chair of the standing committees to provide reports on the committee's recent activities.

### Audit Committee

Committee Chair David Gonzalez indicated that the Audit Committee met on March 22, 2012 and reviewed the 2011 Internal Audit (IA) Report. He indicated that IA identified seven material findings in the IA Report but noted that it is unlikely that these findings will be cited as material findings in the external audit. Five of the material findings were related to assigned vehicles and were resolved by updating the vehicle manual. He indicated that the field work for the 2012 external audit is underway and that a final report is expected in June.

Director Redick asked about the changes to the vehicle manual. **Chair Wolff asked staff share information about changes to the vehicle manual with Director Redick.**

### Strategic Planning Committee

Committee Chair Tom Weisner indicated that the Strategic Planning Committee met on Wednesday April 18 and was joined by Finance Administration Operations Committee members to discuss strategic workforce and vendor diversity issues. Additionally, he indicated that the updated Traffic Noise Abatement Policy was approved at the last meeting. Regarding workforce diversity, he provided a brief overview of the [attached presentation](#) and commended staff for the progress made to date in diversifying the Tollway workforce.

## Re-cap of the Vendor Diversity Presentation

Director Weisner introduced Gustavo Giraldo, Chief of Diversity, to re-capped the attached vendor diversity presentation – [slides 1-9](#).

Paul Kovacs, Chief Engineer, reviewed slides 10-17 of the [attached presentation](#) which highlighted the benefits and concerns related to unbundling construction and professional service contracts to increase opportunities for smaller contractors to become prime contractors on Tollway projects.

Mike Colsch, Chief of Finance, talked about how bonding and insurance issues impact the ability of smaller contractors to bid on Tollway contracts as presented on slide 18 of the [attached presentation](#).

Director Peterson asked how the Tollway could establish an insurance pool. Mr. Colsch responded that the Tollway has conducted owner-controlled insurance programs before in which the Tollway took the lead in obtaining insurance coverage for a particular project. He indicated that increasing the Tollway's overall liability insurance coverage is another approach that staff is considering.

Director Peterson asked whether staff has noticed more joint ventures between majority-owned firms and DBE firms in recent months. Mr. Kovacs responded affirmatively but noted that most of the joint ventures have been for professional service contracts – not construction contracts.

Mr. Giraldo concluded the presentation by reviewing the plan to provide training and technical assistance to smaller contractors as well as other initiatives outlined in slides 19-21 in the [attached presentation](#).

## **Finance Administration Operations Committee**

Director Peterson, Chair of the Finance Administration Operations Committee, indicated that the Committee met the previous week on March 14. He indicated that the Committee approved 9 Engineering contracts, worth nearly \$172 million, for design and construction management services. These contracts will allow the Tollway to begin design work this spring in preparation for the construction phase of the Jane Addams and the Elgin O'Hare West Bypass project. Overall, these Engineering contracts involve 9 prime consultants and 26 sub-consultants. The diversity commitments on these contracts ranged from 20 percent to 83 percent per contract.

Director Peterson noted that two legal items were deferred for discussion during the Board Executive Session.

## **Re-cap of Land Acquisition Presentation**

Director Peterson introduced Joanne Fehn, Tollway Land Acquisition Manager, to provide an overview of the land acquisition process including a summary of the laws and regulations which govern this process. Ms. Fehn provided an overview of the land acquisition process as shown in the [attached slides](#).

Chair Wolff asked what measures are taken to assure property owners located in the path of Tollway projects that they will be treated fairly. Ms. Fehn responded that Tollway staff makes every effort to meet with property owners in person to discuss the land acquisition process and answer their related questions. Ms. Fehn also noted that there are legal safeguards in place to protect the interest of the property owner. For

instance, the Tollway is prohibited by law from offering the owner any amount less than the appraised value of the property.

Chair Wolff thanked Ms. Fehn for giving the Board a better understanding of the process. **She asked Ms. Fehn to keep the Board informed about: the status of the land acquisitions for the Move Illinois Program and any glitches in the process that need to be addressed by the Board.**

#### Re-cap of the Procurement Presentation

Director Peterson introduced John Donato, Chief of Procurement, to provide a re-cap of his presentation on proposed measures to streamline the procurement process. Director Peterson indicated that the discussion at Committee meeting included the proposed delegation of Board approval authority for CMS led procurements for goods and services valued up to \$250,000. He noted that the Tollway is required to utilize these routine CMS led procurements that are competitively bid, evaluated, and awarded.

Mr. Donato reviewed the proposed measures as shown in the [attached presentation](#).

Director Peterson asked whether a sunset date had been added to the proposed delegation of authority resolution. Mr. Donato responded that the resolution includes language requiring a review and re-approval of the delegation authority in twelve months.

#### Approval of Delegation of Board Authority

Director Peterson indicated that the Finance Administration Operations Committee is comfortable with this delegation amount and recommends

that the Board approve this delegation and have the Tollway staff report back in 12 months to ensure the delegation is implemented to its intent.

Chair Wolff called for a motion to approve the delegation of authority. The motion was made by the Finance Administration Operations Committee; seconded by Director Towns. The motion was approved unanimously.

#### Additional Chair Discussion Items

Chair Wolff thanked the Directors for participating in the Earth Day Transportation Summit held on April 23, 2012 and thanked the staff for coordinating the event. **She asked staff to provide Directors who were not present with a copy of the report distributed at the Summit which highlighted projects completed over the past year with collaborative efforts from multiple agencies.**

Chair Wolff also noted that the Secretary of Transportation announced at that Summit that IDOT will begin engineering studies for a major reconstruction of the Circle Interchange where the Kennedy, Dan Ryan and Eisenhower expressways converge, along with the Congress Parkway. She indicated that it is hoped that this reconstruction would lessen the incidence of gridlock on the Tollway at the Kennedy Interchange.

#### EXECUTIVE DIRECTOR UPDATE

##### Illinois Route 53/120 Blue Ribbon Advisory Council

Ms. Lafleur informed the Board that the Illinois Route 53/120 Blue Ribbon Advisory Council (BRAC) drafted a detailed resolution and a summary report which were shared with the public on April 11. The Council met on April 19 to review the draft, discuss potential changes

and hear public comment. She indicated that a revised version of the document will be circulated in about two weeks and the final scheduled BRAC meeting will be held on May 18.

#### Elgin O'Hare Western Access (EOWB)

Ms. Lafleur indicated that there had been progress moving several critical parts of the EOWB project forward. Namely, IDOT began the Draft Environmental Impact Statement process and the Tollway began collecting the public comments necessary to finalize the document and submit it for federal approval this fall. She noted that public comments will be accepted through May 14 and a Record of Decision is expected by the end of the year.

Ms. Lafleur indicated that more than 350 people attended a hearing conducted by IDOT and the Tollway in April to learn more about the project and talk with IDOT and Tollway staff members.

Ms. Lafleur noted that staff is seeking approval of a contract on the consent agenda with CH2M Hill for corridor management and design services in preparation for the final designs necessary to begin construction of the EOWB as early as 2013.

#### Budget Hearings Update

Ms. Lafleur indicated that over the last month she, along with Michael Stone - Chief of Staff, Mike Colsch – Chief of Finance, and Jackie Diaz – Legislative Liaison, testified before the Senate Appropriations Committee and the House Appropriations-Public Safety Committee.

Tollway staff highlighted the following in both committees:

- *Move Illinois*, its projects and the public input we sought to help shape the capital program

- Overall transparency at the Tollway—making sure the public has access to information, and inviting public participation on the Tollway budget
- Efforts to reduce Tollway operating and maintenance costs
- Efforts with Senator Althoff and other legislators to streamline the procurement process
- The Tollway’s new Diversity and Strategic Development Department

Ms. Lafleur indicated that most legislators’ questions were focused on *Move Illinois*, specific Tollway projects, and changes in traffic volume since the toll increase was implemented. There was also a question about the possible adaptive reuse of the Tollway Oases.

#### Procurement of Financial Advisors, Underwriter and Bond Counsel

Ms. Lafleur informed the Board that Request for Proposals for financial advisors, underwriters and bond counsel are expected to be issued in the next week. As a result, Board contract approval for these services may come in May or June. If that happens, the new underwriting and counsel pools could complete the bond issue by August. If the Board and staff determine a bond issue is needed prior to August, the current underwriting and counsel pools can complete the transaction.

#### Trip Calculator Update

Ms. Lafleur reminded the Board that the new user-friendly Trip Calculator, designed for Tollway customers who are planning trips or have unpaid tolls, was implemented in March. The visitor traffic to the online map that houses the Trip Calculator has grown by nearly 40 percent from January and February of this year. An average of more than 1,700 daily visitors to this Web page has been tracked in April. She commended staff for the design and implementation of this project to enhance customer service.

## **Consent Agenda**

Chair Wolff began the consent agenda (which consisted of items reviewed earlier in detail by Committees) by calling for a motion adopting the following **Finance** resolutions:

*Item 1: Resolution approving the renewal of Liability Insurance Program including commercial general, business automobile and excess liability through USI-Midwest as insurance broker for a period of one-year commencing June 1, 2012 through May 31, 2013 for an estimated premium amount of \$965,399. (Recusal by Director Redick)*

Director Peterson moved for adoption of the Finance Item 1 resolution; seconded by Director Gonzalez. The motion was approved unanimously.

Chair Wolff called for a motion adopting the following **Procurement** resolutions:

*Item 1: Award of Contract 12-0111 to Environmental Systems Research Institute (ESRI), Incorporated, for the purchase of ESRI Software Maintenance, in an amount not to exceed \$48,951.89 (CMS Master Contract).*

*Item 2: Award of Contract 12-0086 to Energy Absorption Systems, Incorporated, for the purchase of Crash Attenuator Parts in an amount not to exceed \$145,000.00 (CMS Master Contract).*

*Item 3: Award of Contract 12-0021 to McAllister Equipment Company and Martin Implement Sales, Incorporated, for the purchase of Skid*

*Steer Attachments in an amount not to exceed \$94,857.00 (CMS Master Contract).*

*Item 4: Renewal of Contract 10-0033 to Parkway Elevators, Incorporated, for Elevator Maintenance, Inspection, Repair and Full Hydraulic Pressure Testing, increasing the contract upper limit by \$70,000.00 from \$109,120.00 to \$179,120.00 (Tollway Invitation For Bids).*

*Item 5: Award of Contract 11-0020R to Builders Chicago Corporation for the purchase of Overhead Door Repair in an amount not to exceed \$71,964.00 (Tollway Invitation for Bid).*

*Item 6: Award of Contract 11-0333 to Column Technologies, Incorporated, for the purchase of Case Management Software in an amount not to exceed \$95,100.00 (Tollway Request for Proposals).*

*Item 7: Award of Contract 12-0171 to The Nature Conservancy for the purchase of Wetland Mitigation, in an amount not to exceed \$987,062.00 (Tollway Sole Source).*

Director Gonzalez moved for adoption of the **Procurement** resolutions; seconded by Director D'Arcy. The motion was approved unanimously.

Chair Wolff called for a motion adopting the resolutions for the following **Engineering Items:**

*Item 1: Award of Contract No. RR-11-9108 to Builders Chicago Corporation for Maintenance Yard Rehabilitation on the Tri-State Tollway (I-294) Milepost 41.5 (Maintenance Yard 3) and Regan*

*Memorial Tollway (I-88) Milepost 127.0 (Maintenance Yard 8) in the amount of \$871,860.90*

*Item 2: Acceptance of Proposal from CH2M HILL, Inc. on Contract I-11-4014 for Design Corridor Management and Design Section Engineering Services on the Elgin O'Hare West Bypass in the amount of \$66,840,422.00.*

*Item 3: Acceptance of Proposal from Parsons Brinckerhoff, Inc. on Contract I-11-4015 for Reconstruction and Add Lane on the Jane Addams Memorial Tollway (I-90) Milepost 78.6 (Kennedy Expressway) to Milepost 73.1 (Oakton Street) in the amount of \$23,400,000.00.*

*Item 4: Acceptance of Proposal from Crawford, Murphy & Tilly, Inc. on Contract I-11-4016 for Reconstruction and Add Lane on the Jane Addams Memorial Tollway (I-90) Milepost 73.1 (Oakton Street) to Milepost 68.1 (IL Route 53) in the amount of \$16,449,979.40.*

*Item 5: Acceptance of Proposal from HDR Engineering, Inc. on Contract I-11-4017 for Reconstruction and Add Lane on the Jane Addams Memorial Tollway (I-90) Milepost 68.1 (IL Route 53) to Milepost 60.8 (Higgins Road) in the amount of \$24,150,000.00.*

*Item 6: Acceptance of Proposal from BV3 Joint Venture on Contract I-11-4018 for Reconstruction and Add Lane on the Jane Addams Memorial Tollway (I-90) Milepost 78.6 (Kennedy Expressway) to Milepost 53.8 (Elgin Toll Plaza) and Milepost 60.8 (Higgins Road) to Milepost 53.8 (Elgin Toll Plaza) in the amount of \$26,899,338.80.*

*Item 7: Acceptance of Proposal from ABNA of Illinois, Inc. on Contract I-11-4019 for Interchange Improvements on the Jane Addams Memorial Tollway (I-90) Milepost 76.1 (Lee Street) in the amount of \$2,684,365.94.*

*Item 8: Acceptance of Proposal from Elmhurst Joint Venture on Contract I-11-4020 for Interchange Improvements on the Jane Addams Memorial Tollway (I-90) Milepost 73.5 (Elmhurst Road) in the amount of \$5,378,769.00.*

*Item 9: Acceptance of Proposal from HR Green, Inc. on Contract I-11-4028 for Bridge and Roadway Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) Milepost 18.3 (Kishwaukee River) to Milepost 45.3 (Sandwald Road) in the amount of \$3,399,273.41.*

*Item 10: Acceptance of Proposal from Christopher B. Burke Engineering, Ltd. on Contract I-11-4032 for Environmental Services Upon Request Systemwide in the amount of \$5,000,000.00.*

*Item 11: Acceptance of Proposal from CivCon Services, Inc. on Contract I-11-5629 for Dixie Creek Relocation on the Tri-State Tollway (I-294) Milepost 7.7 (Dixie Creek) in the amount of \$573,504.12.*

Director Banks moved for adoption of the resolutions for **Engineering Items 1-8 & 10-11**; seconded by Director D'Arcy. The motion was approved unanimously.

*Item 12: Final Release of Retainage on Contract No. RR-10-5612 to William Charles Construction Company, LLC/Northwest Illinois Construction Co. (Joint Venture) for Ramp Rehabilitation on the Jane*

*Addams Memorial Tollway (I-90) Milepost 53.5 (Genoa Road Interchange) Ramps A, B, C, D & AB in the amount of \$29,220.00.  
(Recusal by Director Towns)*

Director Peterson moved for adoption of the resolutions for **Engineering Items 12**; seconded by Director Gonzalez. The motion was approved unanimously.

*Item 13: Final Release of Retainage on Contract No. RR-10-9080 to Broadway Electric for Maintenance Facilities Repairs Systemwide in the amount of \$200,085.44.*

Director Peterson moved for adoption of the resolutions for **Engineering Items 13**; seconded by Director Towns. The motion was approved unanimously.

Chair Wolff called for a motion adopting the following **Legal** resolutions:

*Item 1: An Intergovernmental Agreement with the Village of Libertyville and the Libertyville Fire Protection District. Cost to the Tollway: \$0*

*Item 2: Amended Identification of Real Estate Parcels – Cook County. Cost to the Tollway: \$0*

*Item 3: Land Acquisition Settlements – I-90 and Il Route 47 Interchange Project. Cost to the Tollway: To be Determined.*

Director D'Arcy moved for adoption of the resolutions for **Legal Items 1-2**, and deferred discussion of **Legal Item 3** to the Executive Session; seconded by Director Towns. The motion was approved unanimously.

At approximately 10:15 am, General Counsel David Goldberg indicated a need to discuss personnel matters, bargaining matters and pending litigation in Executive Session pursuant to Section 2(c)(1), 2(c)(2), Section 2(c)(5) and Section 2(c)(11) of the Open Meetings Act.

Director Gonzalez made a motion to enter into Executive Session; seconded by Director D'Arcy. The motion was approved unanimously.

At approximately 11:40 am, the Board re-entered the public session of the Board Meeting.

Chair Wolff called for a motion to approve **Legal Item 3** for the terms and amount discussed during Executive Session.

General Counsel recommended that separate motions be made for each parcel referenced by Legal Item 3 on the publicly posted agenda.

*Item 3: Land Acquisition Settlements – I-90 and Il Route 47 Interchange Project. Cost to the Tollway: To be Determined.*

Director D'Arcy made a motion to approve the acquisition of **Parcel #N4C10-001**; seconded by Director Towns. The motion was approved unanimously.

Director D'Arcy made a motion to approve the acquisition of **Parcel #N4C10-004**; seconded by Director Towns. The motion was approved unanimously.

Director Towns made a motion to approve the acquisition of **Parcel #N4C10-008**; seconded by Director D'Arcy. The motion was approved unanimously. *(Recusal by Chair Wolff, Director Banks and Director Peterson)*

Director D'Arcy made a motion to approve the acquisition of **Parcel #N4C10-009**; seconded by Director Towns. The motion was approved unanimously. *(Recusal by Chair Wolff, Director Banks and Director Peterson)*

Director Redick made a motion to approve the acquisition of **Parcel #N4C10-012**; seconded by Director Towns. The motion was approved unanimously. *(Recusal by Chair Wolff, Director Banks and Director Peterson)*

There being no further business, Chair Wolff requested a motion to adjourn. Director Weisner made the motion to adjourn; seconded by Director Towns. The motion was approved unanimously.

The meeting was adjourned at approximately 11:50 am.

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

Tranece Artis  
Board Secretary