

**MINUTES OF THE REGULAR MEETING OF THE  
ILLINOIS STATE TOLL HIGHWAY AUTHORITY**

**March 25, 2010**

The Illinois State Toll Highway Authority met in regular session on Thursday, March 25, 2010 at approximately 9:50 a.m. 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, which notice reads in words and figures as follows:

**THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY**  
**Administration Building**  
**2700 Ogden Avenue Downers Grove, Illinois 60515**

Governor Pat Quinn	Director George Pradel
Acting Secretary Gary Hannig	Director Jim Roof
Director Jim Banks	Director Maria Saldaña
Director Thomas Canham	Director Carl Towns
Director Bill Morris	Director Tom Weisner

Pursuant to the requirements of the Authority's By-Laws, Notice is hereby given of the Regular Board Meeting of the Authority to be held on **Thursday, March 25, 2010 at 9:30 a.m.** in the Boardroom of the Administration Building in Downers Grove, Illinois.

Paula Wolff, Chair

This meeting will be accessible to individuals with disabilities in compliance with Executive Order #5, and pertinent state and federal laws, upon notification of anticipated attendance. Persons with disabilities planning to attend and needing accommodations should contact the Americans with Disabilities Act Coordinator of The Illinois State Toll Highway Authority at (630) 241-6800, Ext. 1010 in advance of the meeting at 2700 Ogden Avenue, Downers Grove, IL, to inform of their anticipated attendance.

There will be live feed Webcasting of the Board Meeting while in session. An audio file will be available five business days after the meeting at [www.illinoistollway.com](http://www.illinoistollway.com).

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

Present:

Chair Paula Wolff  
Director Tom Canham  
Director Bill Morris  
Director George Pradel  
Director Jim Roolf  
Director Maria Saldaña  
Director Carl Towns  
Director Tom Weisner

Absent:

Governor Pat Quinn  
Secretary Gary Hannig  
Director Jim Banks

Chair Wolff then called for public comment. Bob Schillerstrom, DuPage County Board Chairman, thanked the Tollway for the congestion relief program and the new interchanges in Naperville and Aurora. Mr. Schillerstrom spoke in favor of the western access to O'Hare Airport project. He advised that the County and the City of Chicago reached an agreement in 2003 to expand the airport and save a corridor on the western side of the airport on land owned by the City of Chicago. Local leaders have put together a group named WOCIT, Western O'Hare Corridor Implementation Team, which includes almost all affected municipalities, unions and transit agencies. They have reached consensus and, working with IDOT, have the interchanges listed and the proposed alignment has been drawn. All the municipalities have agreed. Mr. Schillerstrom advised that this project would provide tremendous economic opportunities for the region and felt that if it was going to be built it would have to be built by the Tollway.

Chair Wolff then called upon David Williams, Village Administrator for the Village of Itasca. Mr. Williams stressed that the western access to O'Hare project is not only important to the municipalities, but extremely important to the region. Mr. Williams advised that the municipalities have agreed upon Build Alternative 203 Option D, and many of the village boards and city councils have passed resolutions in support of this option. Mr. Williams asked that if this project becomes a Tollway project, that the Tollway support the option supported by the municipalities. Mr. Williams brought copies of the resolution passed by the Village of Itasca in support of this project and option.

Chair Wolff then called upon Frank Soto, Village President for the Village of Bensenville. Mr. Soto advised that the western access project has unanimous support would be regionally beneficial. Mr. Soto also advised that this project is a matter of national security, in that if anything happened to the only access into O'Hare Airport, the entire region would be compromised. Many municipalities rely economically on O'Hare Airport, and western access would provide security and dual access.

Chair Wolff then called for any additional Public Comment, and there being none, called for a motion approving the Minutes of the Regular Board Meeting held on February 25, 2010. Director Weisner moved for approval; seconded by Director Towns. The motion was approved unanimously.

### Work Group Reports

Director Weisner, briefed the Board on the Oases Working Group. Director Weisner advised that the Tollway sent a letter to ExxonMobil on March 3, 2010 denying ExxonMobil's request to assign its lease to Combined Oil and outlining the Tollway's objections. Since that letter was sent there has been one conference call, but no other

communication. A status hearing for Wilton is scheduled, where it is expected that iStar will lay out its plans for the foreclosure process. U.S. Equities has resumed overnight food service at the two locations where such service had been suspended.

Director Morris then briefed the Board on the Customer Service Working Group. Director Morris advised that the contract for the electronic tolling expires in June 2010, and that the working group voted to recommend to the Chair and the Finance-Administration (?) Committee that they review the contract and consider a one year extension to allow for the 8-14 months it will take to re-bid the contract. The current contract is a five year contract with five one-year renewals. The Tollway would exercise the first of the one year renewals. The Tollway is required to give six months notice to terminate the contract.

Director Morris then reported that a call back trial included 1750 transponders, and 56% of the customers have traded in their old transponders. There are still three weeks left. This will be the model used for calling back all of the old transponders. This item will be brought to the Board in the next few months to get this program started. In addition, the Customer Service Working Group started a preliminary study based on a Senate committee request to find out if the Tollway's violation system loses money, makes money, or breaks even. Based on preliminary information from Mike Colsch's group, the violation system has a slight positive cash flow. Finally, the Customer Service Call Center contract is up in December 2010. The Tollway has begun the process of rebidding the four parts of that contract, but one part has been held at CMS. Mr. Ryniewski advised that he has spoken to CMS, and personnel there have agreed with the Tollway's request, so the Tollway will begin formulating an IFB for that item. Director Morris then advised that the working group's next item is to work with the Communications and Engineering Departments on signage on the Tollway.

Chair Wolff then advised that the Executive Director Selection

Committee had previously reduced the number of candidates for the Executive Director position down to five. Based on the interviews of the five candidates, two finalists were selected. Two Directors called the references for the finalists and pursued answers to questions which had been raised. Jim Wagner, General Manager of Investigations and Audit, had the finalists fill out conflict of interest statements; performed a rigorous and thorough background check; held face to face meetings with the finalists, and reported back to the Search Committee. The Executive Director Selection Committee then selected one finalist, and the Board will interview that finalist after the Board meeting, and determine if the Board will be making an offer of employment to that finalist.

Andrew Boron, Deputy Chief of Staff, then gave a presentation on the topic directors' ethical responsibilities, including the use of abstentions and recusals. Mr. Boron advised that while reviewing the Tollway's internal code of ethics, there was a section specifically devoted to the Directors. It was determined that this section should be clarified and moved to the Tollway By-Laws, which applies more to the operation of Board meetings.

There is a proposal to change the response to a conflict of interest from abstention to recusal. Abstention should be used only when Board members feel that they do not have enough information to vote on an item. Recusal should be used when a Board member has a conflict of interest. The draft of the by-law amendment puts the burden of identifying the conflict on the Board members. The Director would have to identify the conflict requiring the recusal to the chair and a process would follow. Director Morris stated that he felt it was important for the Directors to identify to the public the reason for the conflict. Director Roelf inquired pursuant to the proposed rules how he would be able to review all of the items as Chair of the Engineering Committee, as the bank he works for has a presence in most of northern Illinois, and parts of Indiana and Iowa; and as a banker he has an obligation not to disclose any of the bank's clients information. Director Pradel inquired if a Director is required to leave the room during a

recusal. Mr. Boron advised that it was determined that would not be necessary in the Tollway's case. Director Saldaña inquired if the proposed changes to the by-laws go further than the statute requires. Mr. Boron advised that the proposal may be more restrictive, as that is the trend in government. He agreed to work with Director Roolf and others to clarify individual situations as they arise.

Mike King, Acting Executive Director, gave preliminary copies of the Tollway's annual report to the Directors for their review and comments. Mr. King stated that the annual report is now available electronically, and the Tollway has reduced the number of copies it makes by 95 percent.

Mr. King then advised that the legislation for a Tollway Inspector General has moved from the Senate to the House, and Tollway staff has gone to Springfield to testify regarding this issue. In addition, Mike Colsch and Mike King have gone to Springfield to testify before the House Public Safety Committee. Director Morris then inquired as to the status of the review of the take-home vehicles, computers and transponders. Mr. King advised that it is under review.

Rocco Zuccherro, Deputy Chief of Engineering, gave a presentation on Interchanges, Elgin-O'Hare, and the Western O'Hare Bypass. Mr. Zuccherro stated that the Tollway has developed an Interchange/Roadway Policy. This policy includes five primary elements that must be met before a project is considered. The elements include: a detailed explanation of the need for the project; an economic development analysis; a traffic analysis; a financial plan; and resolutions of support from surrounding governmental entities. Projects must prove a clear link to job growth or access to jobs, not just residential development. One of the purposes of the new policy is to define the cost sharing terms. Under the new policy, the maximum Tollway contribution to a new or expanded interchange is 50%. The Tollway will proceed with the project only if it can recover the costs over a 10-year period through toll revenue. This cost recovery is based on an

estimate of net new toll revenue. While new interchanges do create additional access and convenience for drivers, the Tollway needs to make sure that it is still able to maintain safety and that new congestion problems are not created. Under the new policy, the Board will continue to review and approve each proposed interchange before it goes forward.

Mr. Zucchero then gave a synopsis of the history of the Elgin-O'Hare/Western O'Hare Bypass project. IDOT is leading the planning process and has worked with a full spectrum of stakeholders to develop an array of alternatives. These alternatives have been reduced to one preferred alternative, referred to as Alternative 203-D. The state currently owns approximately 60 percent of the right-of-way along the east-west portion, but none along the O'Hare bypass. The O'Hare redevelopment has reserved approximately 300 foot corridor along the western boundary for the bypass. The preferred alternative also includes an accommodation for either rail or bus rapid transit corridor, 5 intermodal facilities along the corridor and 14 parking facilities to support transit.

Many of the communities along the corridor have been working toward a unified vision of how they desire to see land use and access compliment a new roadway and western access. The cost estimates include; \$695 million to widen and reconstruct the existing Elgin-O'Hare, \$913 million for the eastern extension of the Elgin-O'Hare, and \$2.027 billion for the Western O'Hare Bypass, for a total of \$3.635 billion. These costs estimates are for roadway improvements only.

This project has been identified as having regional and national significance. The state received a \$140 million earmark from SAFETEA-LU legislation in 2005; \$40 million has been used for the Phase I Environmental Impact Statement. The remainder will be available for right-of-way acquisition or advance project work if appropriate.

The project is being developed in two phases; the Tier 1 has helped



to develop a consensus. The Environmental Impact Statement was submitted to the Federal Highway Administration on February 15, 2010 and an approval is expected in the spring. IDOT is initiating Tier 2, which involves detailed Phase I engineering and environmental studies, including detailed geometry, right-of-way and mitigation planning. Tier 2 also features preparation of a financial plan and project management. IDOT is scheduled to complete Tier 2 by the end of 2012, at which time it could commence with design/contract plan development. If directed by the Board, the Tollway could begin preparing contract plans and a financing plan upon approval of the Draft Environmental Impact Statement this spring. This would allow for a more expeditious delivery of the project, similar to I-355. Discussion was then held regarding the costs of the various projects. Chair Wolff encouraged Mr. Zucchero to continue working with IDOT regarding this project. Director Morris requested a list of projects which have legislative approval at this time.

Chair Wolff invited all of the Board members to a meeting on April 22, 2010, Earth Day, with the region's transportation agencies, including IDOT, CMAP, PACE, RTA, Metra, CTA. Chair Wolff advised that the agencies will be getting together to discuss regional planning, environmental impacts, and economic growth. A formal invitation will be sent to the Board members.

Chair Wolff began the Consent Agenda by calling for a motion adopting the following resolutions:

Dollar Limit Increase on Contract 08-0058 to Prairie International Truck, Incorporated, for Snow Plow Trucks by \$40,254.74, from \$5,862,179.45 to \$5,902,335.19. Resolution No. 19040.

Dollar Limit Increase and Extension of Contract on 08-0176 to South Berry-K & M Tire Company and Brad's Tire, Incorporated, for tires by \$50,000, from \$296,000 to \$346,000. Resolution No. 19041.

Award of Contract 10-0098 to Dunbar Bank-Pak, Incorporated, for Dual Side by Side Clear Plastic Money Bags, in the amount of \$67,500. Resolution No. 19042.

Rescind Award 08-0144, Resolution 18387, to Standard Equipment Company for Vehicle Cab and Chassis with Sweeper in the amount of \$192,209. Resolution No. 19043.

Dollar Limit Increase and Renewal of Contract 08-0070 to Lyris Technologies, Incorporated for Broadcast E-mail Distribution Services by \$87,840 from \$116,354 to \$204,194. Resolution No. 19044.

Director Roof moved for adoption; seconded by Director Pradel. The motion was approved unanimously.

Chair Wolff then called for a motion adopting the following resolutions:

Award of Contract RR-07-9927R to Divane Bros. Electric Co., for M-4 (Gurnee) Communications Tower Construction on the Tri-State Tollway (I-94) Milepost 70.0 (new Milepost 8.4), Grand Avenue in the amount of \$437,589. Resolution No. 19045.

Award of Contract RR-09-9074 to Divane Bros. Electric Co., for M-7 (Rockford) Communications Tower Construction on the Jane Addams Memorial Tollway (I-90) Milepost 63.0 (Business US 20) in the amount of \$439,850. Resolution No. 19046.

Proposal from URS Corporation on Contract I-05-5434 for Design Services for Roadway and Bridge Rehabilitation on Jane Addams Memorial Tollway (I-90) Milepost 0.0 (Kennedy Expressway) to

Milepost 5.2 (Elmhurst Road) in the amount of \$1,999,200. Resolution No. 19047.

Proposal from Civiltech Engineering, Inc., on Contract I-09-5587 for Design Services for Roadway and Bridge Rehabilitation on Jane Addams Memorial Tollway (I-90) Milepost 5.2 (Elmhurst Road) to Milepost 9.7 (Golf Road) in the amount of \$1,344,185.24. Resolution No. 19048.

Proposal from HDR Engineering, Inc., on Contract I-05-5437 for Design Services for Roadway Rehabilitation on Jane Addams Memorial Tollway (I-90) Milepost 9.7 (Golf Road) to Milepost 15.2 (Barrington Road) in the amount of \$2,499,891.10. Resolution No. 19049.

Proposal from Primera Engineers, Ltd., on Contract I-09-5588 for Design Services for Roadway & Bridge Rehabilitation on Jane Addams Memorial Tollway (I-90) Milepost 15.2 (Barrington Road) to Milepost 25.0 (Elgin Plaza) in the amount of \$3,123,555.04. Resolution No. 19050.

Proposal from Jacobs Engineering Group, Inc., on Contract RR-09-9069 for Design Services and Construction Management for Intelligent Transportation Systems (ITS) Services Upon Request, Systemwide in the amount of \$500,000. Resolution No. 19051.

Proposal from TERRA Engineering, Ltd., on Contract RR-09-5598 for Design Services and Construction Management for Landscaping and Improvements on the Tri-State Tollway (I-94) Milepost 0.0 (Wisconsin State Line) to Milepost 30.0 (Edens Expressway); Tri-State Tollway (I-294) Milepost 30.5 (Roosevelt Road) to Milepost 52.75 (Lake Cook Road); and Jane Addams Memorial Tollway (I-90) Milepost 0.0 (I-

190—East Terminus) to Milepost 76.1 (Rockton Road) in the amount of \$500,000. Resolution No. 19052.

Proposal from Wight & Company, on Contract RR-05-5428 for Construction Management for Roadway and Bridge Rehabilitation on the Edens Spur (I-94) Milepost 30.0, formerly Milepost 48.5, (Edens Expressway/U.S. Route 41) to Milepost 25.4, formerly Milepost 52.8, (Lake Cook Road) in the amount of \$1,532,000. Resolution No. 19053.

Director Towns moved for adoption; seconded by Director Roolf. The motion was approved unanimously.

Chair Wolff then called for a motion adopting the following resolution:

Proposal from Quigg Engineering Inc., on Contract RR-09-5596 for Surveying Services Upon Request Systemwide in the amount of \$300,000. Resolution No. 19054.

Director Canham moved for adoption; seconded by Director Towns. Director Roolf recused himself from voting on this item. The motion was approved.

Chair Wolff then called for a motion adopting the following resolutions:

Partial Release of Retainage on Contract I-06-8978 to Walsh Construction Company of Illinois/K-Five Construction Corporation (JV) for Roadway and Bridge Reconstruction and Widening on the Northbound Tri-State Tollway (I-294) Milepost 15.53 (111<sup>th</sup> Street) to Milepost 18.27 (95<sup>th</sup> Street) by \$1,444,431.67, from \$1,660,995.93 to \$216,564.26. Resolution No. 19055.

Full Release of Retainage on Contract RR-07-9039 for Western Remac, Inc., for Dynamic Message Sign (DMS) and CCTV Installation on Reagan Memorial Tollway (I-88) Eastbound Milepost 73.9 (Brush Grove Road), and Westbound Milepost 80.7 (Locust Road) in the amount of \$47,994.63. Resolution No. 19056.

Permit NW 10-03 to AT&T for permission to install, maintain, and operate fiber optic facilities directionally bored under and across I-90 at Beverly Road. Fee will be \$1,000. Resolution No. 19057.

Director Morris moved for adoption; seconded by Director Weisner. The motion was approved unanimously.

Chair Wolff then called for a motion adopting the following resolutions:

Permit TS 10-04 to City of Des Plaines for permission to the City of Des Plaines to use a portion of parcel N-8A-108 at the northwest quarter of Devon Avenue and Shafer Court to accommodate a new curb that will provide an improved turning radius at the intersection. Fee will be \$1,000. Resolution No. 19058.

Director Weisner moved for adoption; seconded by Director Pradel. Director Roolf recused himself from voting on this item. The motion was approved.

Chair Wolff then called for a motion adopting the following resolutions:

Intergovernmental Agreement with DuPage County. Resolution No. 19059.

Director Morris moved for adoption; seconded by Director Towns. Director Roolf recused himself from voting on this item. The motion was approved.

Chair Wolff then called for a motion adopting the following resolutions:

Intergovernmental Addendum Agreement with the University of Illinois. Resolution No. 19060.

Amendment to the Administrative Rules. Resolution No. 19061.

A Settlement Agreement regarding Andres Hernandez. Resolution No. 19062.

A Settlement Agreement regarding Barbara Spencer. Resolution No. 19063.

Director Towns moved for adoption; seconded by Director Canham. The motion was approved unanimously.

Chair Wolff advised that the Board would not be voting on an Executive Director at this meeting. The Board will meet in Executive Session to discuss the finalist. If a decision is reached, a Special Board meeting will be held to vote on that item. If a decision is reached at this meeting however, the name will be released.

Tom Bamonte, General Counsel, requested that the Board enter into Executive Session to discuss the following: collective bargaining matters specific to Section (2)(c)(2) of the Open Meetings Act; and litigation matters pursuant to Section (2)(c)(11) of the Act.

(Whereupon the Board entered into Executive Session)

Back in regular session, Chair Wolff then called for a motion adopting the following resolution:

A Collective Bargaining Agreement with Teamsters Local No. 700.  
Resolution No. 19039.

Director Morris moved for adoption; seconded by Director Pradel. The motion was approved unanimously.

Tom Bamonte, General Counsel, requested that the Board again enter into Executive Session to discuss the following: appointment, employment and compensation of a specific employee of the public body specific to Section (2)(c)(1) of the Open Meetings Act.

(Whereupon the Board entered into Executive Session)

Back in regular session, there being no further business the meeting was adjourned.

Meeting adjourned at approximately 1:00 p.m.

---

Dawn Sirianni  
Assistant Secretary  
The Illinois State Toll Highway Authority