

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

April 29, 2010

The Illinois State Toll Highway Authority met in regular session on Thursday, April 29, 2010 at approximately 10:15 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 executive by Chair Paula Wolff. Chair Wolff 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 Roof
Director Maria Saldaña
Director Carl Towns
Director Tom Weisner - phone

Absent:

Governor Pat Quinn
Secretary Gary Hannig
Director Jim Banks

Chair Wolff called the meeting to order. Director Morris moved to allow Director Weisner to participate via the telephone; seconded by Director Roof. The motion was approved unanimously.

Chair Wolff then called for any Public Comment. There was none. Director Canham moved for approval of the Minutes of the Regular Board Meeting held on March 25, 2010; seconded by Director Towns. The motion was approved unanimously.

Chair Wolff welcomed Kristi Lafleur to the Tollway, and announced there will be a reception following the Board meeting in the Lobby. She then announced that the presentation for Route 53 would not be given at this Board meeting since Ms. Lafleur needed some time to get up to speed on the project. When all of the presentations on potential projects are complete, the Board will then prioritize them and look at possible financing options. At this time, there is no toll increase on the table before the Board. Chair Wolff also advised that the money for the Jane Addams resurfacing is in the Congestion Relief Program. The Tollway met with one of the bonding agencies this week, and the Tollway reported that we are on budget and has the projected revenue to pay its debt service over the period of the bonds.

Chair Wolff advised that the Earth Day Transportation Summit was held on April 22, 2010, and thanked the Directors who were able to attend. Chairs of all of the other transportation agencies were there, and an Accord was signed by all of the agency Chairs and the Secretary of IDOT. It provides a set of principles and an agreement that the agencies will work together to better coordinate the transportation decisions within the region and to think about how to prioritize and to do that in a sustainable and green way. The Accord is posted on the Tollway website.

Chair Wolff then called upon Director Morris to give a report on the Customer Service Working Group. Director Morris advised that the Customer Service Working Group would be meeting again in May. The Committee has been focused on the electronic tolling contract and would like to meet with Ms. Lafleur to discuss their next steps. Also, new signs have been placed regarding paying tolls online. Feedback has been good regarding the improved I-294 to the Wisconsin state line, with only minor sound issues. Director Morris also congratulated Chair

Wolff on bringing the transportation agencies together for the Summit.

Chair Wolff called upon Executive Director, Kristi Lafleur. Ms. Lafleur then introduced Doug Kucia, Chief of Staff, to the Board.

Ms. Lafleur thanked the Directors for their thoughts and recommendations on the Transition Team, which will bring together leaders from many different areas to craft a strategic vision for the Tollway going forward. It is an opportunity to refocus on our customers, the environment, and the communities that the Tollway serves. A transition report should be complete in early Fall, to help frame the direction of the Tollway, evaluate opportunities to advance the Tollway's mission to contribute to regional economic growth, foster environmental responsibility in the roadway operations, increase coordination with regional transportation planning agencies, take additional steps on transparency and accountability, and focus on our customers and customer service. The first meeting of the Transition Team will be in May and will be open to the public.

Ms. Lafleur stated that in conjunction with the Transition Team, she has already begun a top to bottom review of Tollway programs, finances, organizational structure, and contracts. She is currently developing a scope of a transition management review and will come back to the Board next month to request support for that review.

Ms. Lafleur then called upon Andrew Boron and Victor Azar to give a presentation on Freedom of Information Act (FOIA). Mr. Boron advised that the Tollway had received 295 FOIA requests in 2009, and has received 83 FOIA requests so far in 2010. Most of the FOIA requests are in the categories of media, business systems, engineering, procurement, and finance. Agencies are required to designate FOIA officers and those officers are required to complete training. Mr. Azar stated that the new changes to the FOIA state that "providing records in compliance with the requirements of this Act is a primary duty of the public bodies to the people of the State". This new law contains significant changes to strengthen FOIA and increase the transparency

and accountability of public agencies. These changes, effective January 1, 2010, decrease the number of exemptions and simplify the appeals process. The Tollway now has five working days to respond to a request; however, the response time for documents for commercial purposes is 21 working days. The first 50 black/white legal/letter pages are free, after which charges are capped at 15 cents per page. Charges for color or larger size copies are no more than the actual reproduction cost. Appeal of denials are now sent to the Attorney General's Public Access Counselor. Mr. Azar then described the process the agency must use to deny a request, and the appeals process. Mr. Boron advised that the Tollway no longer processes violation image requests through FOIA. The Tollway also offers more comprehensive content online, such as Board meeting agendas, minutes and live webcast, and contract and bid information. The Tollway website also links to the Illinois Transparency and Accountability Portal. In addition, Tollway FOIA requests and responses are now posted online.

Ms. Lafleur then called upon Albert Murillo, Chief of Procurement, to give an overview of Senate Bill 51, which is a procurement bill with new reporting requirements. Mr. Murillo stated that the effective date for Public Act 96-0795 will be July 1, 2010. Mr. Murillo advised that some of the key reforms are reorganizing the procurement officers, more public hearings, a bar on after-the-fact procurements wherein a contractor is allowed to start working before the contract is signed, collecting and reporting data on subcontractors, reporting vendor communications, and prohibiting vendors who have assisted the agency in determining whether there is a need for a contract or assisted the agency by reviewing, drafting, or preparing a request for proposals, request for information or provided similar assistance from then bidding or accepting contracts for the work. He said some provisions were still being interpreted, and he would inform the Board as they are clarified. Discussion was then held on what type of communications would need to be reported.

Ms. Lafleur stated that she is reviewing and updating the policies for Tollway vehicle and employee I-PASS transponder use. The

Governor's office has recently issued a policy for vehicle use for state agencies, and that document will be used to align the Tollway policies, as appropriate. Ms. Lafleur advised that she will be sending out the update for these changes to the Board in the near future.

Tom Bamonte, General Counsel, gave an update on pending legislation. The first item, Senate Bill 3118, proposes to establish an Office of Tollway Inspector General. Mr. Bamonte stated that although the Tollway Board created an Inspector General's Office in 2003, a recent law abolished inspector general offices unless they were established by statute. This bill has passed the Senate and is now in the House. This bill establishes qualifications and an appointment process for a Tollway Inspector General, who would be appointed by the Governor, with the consent of the Senate. The Tollway Inspector General would have a five year term, with removal by the Governor only for cause. The Tollway Inspector General's Office budget would have protection from any major budget cuts, to preserve the independence of the office and ensure that there are sufficient resources. The mission of the Tollway Inspector General would be detection, deterrence and prevention of fraud, corruption and mismanagement, and coverage would extend to Board members, employees, contractors, subcontractors and others doing business with the Tollway. Ethics Act cases would continue to go to the Executive Inspector General. The Tollway Inspector General powers would allow access to employees and documents and subpoena power. The Tollway Inspector General would be a primary liaison with law enforcement, and assist the Tollway Ethics Officer. The Tollway Inspector General would review *Rutan* compliance in personnel matters and be able to investigate anonymous complaints. The Tollway Inspector General office would establish a set of administrative rules for office operations; regularly report to the Board, the General Assembly and the Governor, and follow confidentiality requirements. When violations are found, they will be posted on the Tollway website. There are confidentiality requirements for the Tollway Inspector General and staff and limits on their involvement in political activity.

Mr. Bamonte stated that House Bill 4623 has passed the Senate, and is a Public-Private Partnership (PPP) bill. This bill authorizes IDOT and the Tollway to engage in public-private partnerships. The authorization of this bill allows private entity to develop, finance and operate a transportation facility. PPPs are already authorized in half of the states. The Tollway would be allowed to use PPPs for new toll highways, non-highway transportation projects, and intelligent transportation systems. The Tollway would be prohibited from leasing its system for cash or using PPPs on the existing system. This bill expressly encourages congestion pricing. Electronic toll collection must be compatible with the existing Tollway system. Public entities can submit alternative proposals, and receive equal treatment with the private sector.

Capt. John Jesernik and Sgt. Jim Jenkner gave a presentation on the upcoming Child Safety Seat Campaign and Inspections.

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

Approval of Liability Insurance Policies to The Insurance Company of the State of Penn., Arch Insurance and Lexington Insurance Co. through USI Midwest in annual amount not to exceed \$939,958. Resolution No. 19065.

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

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

Award of Contract 10-0090 to Badger Truck Center, Incorporated for Crew Cab Pick-ups with Liftgate and Message Boards and Cab and Chassis – 13,000 lb. with Liftgates and Arrow Boards in the amount of \$1,036,376.86. Resolution No. 19066.

Award of Contract 10-0091 to Prairie International Trucks, International for H.E.L.P. Truck and Cab and Chassis with Flat Bed and Channel Basket in the amount of \$2,120,808. Resolution No. 19067.

Renewal of Contract 09-0009 to Silk Screen Express, Incorporated for Uniforms by \$80,000, from \$353,868.25 to \$433,868.25. Resolution No. 19068.

Award of Contract 10-0019R to Mi-Jack Products, Incorporated d/b/a Technical Services International for Hydraulic Repair in the amount of \$34,000. Resolution No. 19069.

Award of Contract 10-0040 to Intelligent Systems Services, Incorporated for Fire Alarm Inspection Services in the amount of \$37,851. Resolution No. 19070.

Renewal of Contract 07-0063 to Perspectives, Ltd., for Employee Assistance Program by \$45,000, from \$135,036 to \$180,036. Resolution No. 19071.

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

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

Renewal of the Contract for Transponder Packaging, Distribution and Back-end Support for IPASS Retail Program to IGOR, The Watchdog Corporation in the amount of \$1,067,500. Resolution No. 19072.

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

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

Rescind Contract RR-09-9069 to Jacobs Engineering Group, Inc. for Intelligent Transportation Systems (ITS) Services Upon Request, Systemwide in the amount of \$500,000. Resolution No. 19073.

Proposal for Contract RR-09-9069 from Singh and Associates, Inc., for Intelligent Transportation Systems (ITS) Services Upon Request, Systemwide in the amount of \$500,000. Resolution No. 19074.

Proposal from Rubinos & Mesia Engineers, Inc., for RR-09-5591 for Design Services for Bridge Rehabilitation on Tri-State Tollway (I-294/ I-94) Milepost 1.4 (Chicago Road) to Milepost 6.5 (159th Street); Milepost 20.3, formerly Milepost 58.0, (Everett Road) in the amount of \$700,000. Resolution No. 19075.

Proposal from Milhouse Engineering and Construction, Inc., for Contract RR-09-5597 for Design and Construction Management Services for Landscape Services, Systemwide in the amount of \$500,000. Resolution No. 19076.

Proposal from DB Sterlin Consultants, Inc., on Contract I-09-5599 for Construction Management for Roadway Improvements on Tri-State Tollway (I-294/I-94) Milepost 1.1 (Lincoln Oasis) to Milepost 52.9 (Lake Cook Road) and Milepost 1.2, formerly Milepost 77.2 (Russell Road) in the amount of \$405,678.59. Resolution No. 19077.

Partial Release of Retainage on Contract I-06-5462 to James McHugh Construction Company for Roadway Reconstruction and Widening on Westbound Reagan Memorial Tollway (I-88) Milepost 114.0 (Deerpath Road) to Milepost 118.3 (Mitchell Road) by \$1,367,222.87, from \$1,636,886.39 to \$269,663.52. Resolution No. 19078.

Partial Release of Retainage on Contract I-06-8975 to FH Paschen, S.N. Nielsen & Associates, LLC, for Roadway and Bridge Reconstruction and Widening on Northbound Tri-State Tollway (I-294)

Milepost 11.13 (Cal-Sag Channel) to Milepost 15.53 (111th Street) by \$714,972.96, from \$1,064,972.96 to \$350,000. Resolution No. 19079.

Full Release of Retainage on Contract RR-07-5530 for Lorig Construction Company for Bridge and Wall Repairs on Jane Addams Memorial Tollway (I-90) Milepost 1.5 (Westbound near Devon Avenue Toll Plaza 17) to Milepost 22.5 (IL Route 25) in the amount of \$60,000. Resolution No. 19080.

Permit TS 10-05 to Level 3 Communications for permission to install, maintain, and operate fiber optic facilities directionally bored under and across Tri-State Tollway (I-294) at Hawthorne Street on the north side of Cermak Toll Plaza 35, Milepost 30.0. Fee will be \$1,000. Resolution No. 19081.

Conveyance of a Temporary Construction Easement to The Illinois Department of Transportation on T-9A-5 at I-294 (Tri-State Tollway) at the intersection of Touhy Avenue (Milepost 41.6) and River Road (Milepost 42.0) in the City of Des Plaines to install a guard rail. The Easement consists of .520 acres and is for a period of five (5) years or until construction is complete, whichever comes first. The Illinois Department of Transportation will pay the Tollway a fee of \$85,000. Resolution No. 19082.

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

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

Intergovernmental Agreement with Winnebago County. The Tollway will contribute \$572,000 toward the construction of a noise abatement wall serving 22 homes along a half mile stretch along I-90 in the Rockford area. Resolution No. 19083.

Amendment to Outside Counsel Agreement. This amendment will allow Laner Muchin Dombrow Becker Levin and Tominberg, Ltd. to continue to perform legal work on non-AFSCME collective bargaining matters, including the SEIU negotiations. Resolution No. 19084.

A Settlement Agreement with AFSCME. This proposed settlement of a litigation matter is under the Tollway's anticipated financial exposure and avoids a possible appellate court decision that could adversely affect the Tollway and other state agencies. Resolution No. 19085.

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

Director Roof then commented that he would like to welcome Kristi Lafleur and Doug Kucia, and to thank Mike King to his service for the past 18 months.

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) and litigation matters pursuant to Section 2(c)(11) of the Open Meetings Act. Chair Wolff called for a motion to enter Executive Session. Director Towns moved for adoption; seconded by Director Pradel. The motion was approved unanimously.

(Whereupon the Board entered into Executive Session)

Back in regular session, there being no further business, Director Towns moved for adjournment; seconded by Director Pradel. The motion was approved unanimously.

Meeting adjourned at approximately 12:15 p.m.

Dawn Sirianni

Assistant Secretary
The Illinois State Toll Highway Authority