

**MINUTES OF THE REGULAR MEETING OF THE
THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY
May 27, 2010**

The Illinois State Toll Highway Regular Board Meeting met on Thursday, May 27, 2010 at approximately 10:00 a.m. in the Board Room of The Illinois State Toll Highway Authority's Administration Building in Downers Grove, Illinois.

Directors in attendance were as follows:

Chair Paula Wolff	Director George Pradel
Director Jim Banks	Director Jim Roof
Director Tom Weisner	Director Maria Saldaña
Director Bill Morris	Director Carl Towns

Chair Wolff called the meeting to order and called for a motion to approve the Minutes of the Regular Board Meeting held on April 29, 2009. Director Pradel moved for approval; seconded by Director Pradel. The motion was approved unanimously.

Chair Wolff called on Director Weisner to provide a report on the Oases Working Group. Director Weisner reported that ExxonMobil and IStar/Wilton are continuing to be monitored. The Working Group is also researching the evolution of the utilization of oases in other states and will report to the Board prior to mid-July. Chair Wolff indicated that the report regarding the evolution of different oases is important.

Chair Wolff asked Director Morris to provide a report on the Customer Service Working Group. Director Morris stated a meeting is tentatively scheduled for June 15th. There are several outstanding items that will be covered. The group is looking to receive input from the public on customer issues. Director Saldaña had requested follow up on the complaints from

customers. There will also be a status report on the TRMPP Contract for the next Board meeting. Director Morris stated that there has been new signage indicating what a customer can do if they miss a toll. He indicated that he would like to use the Tollway system as an educational tool for customers.

Chair Wolff stated that two topics she would like to underscore in this meeting are Director ethics and fiduciary responsibility as well as continuing the discussion of future projects that the Tollway is considering.

Chair Wolff complimented Tollway staff on the success of the recent Diversity event and on the first Transition Team meeting convened by Executive Director Lafleur.

Executive Director Lafleur stated that amendments to the Board By-Laws are being introduced to clarify Tollway conflict of interest policies. The amendment will be presented at the next board meeting to provide Director input. She then called upon Andrew Boron to present on that topic (presentation attached). A discussion ensued about the proposed amendments to the By-Laws. Staff was directed to review the proposed amendments in response to questions and comments from the various directors.

Executive Director Lafleur advised that a Transition Audit is being requested on the agency's operations. A request was made of the Auditor General to determine options to complete the agency audit.

Executive Director Lafleur then advised that the Vehicle Policy is being reviewed by the Audit Department. In the interim, all agency vehicles will have a Tollway logo put on the door at a minimal cost. Director Morris stated that this would discourage the user from personal use of the Tollway vehicle. Executive Director Lafleur concurred.

Director Morris asked that the cell phone, laptop, transponder policies be reviewed as well.

Executive Director Lafleur stated that all policies regarding Tollway assets are being reviewed.

Executive Director Lafleur then introduced Stan Ryniewski to give two presentations on Oversight Management Services and Mark IV Transponders (presentations attached).

Director Saldaña asked about the selection process of IBM for the contract. Albert Murillo, Chief of Procurement, explained the process of selection through a CMS Master Contract.

A discussion was held regarding the technology and infrastructure of transponder technology and its interoperability.

Chair Wolff asked how the IAG stands in regards to compatibility with other transponder systems. Mike Catolico described the process by which the IAG develops the RFP to select a vendor. Executive Director Lafleur will represent the Tollway on the IAG Executive Committee.

A discussion was held regarding how Tollway contracts impact the Illinois job market. Chair Wolff advised that policies are being reviewed to research the best way to positively impact the job market within the current procurement rules.

Executive Director Lafleur then congratulated State Police District 15 on its second place award for the Statewide Illinois Traffic Safety Challenge. District 15 has had a reduction in fatalities and increase in safe practices.

Executive Director Lafleur advised the Board of the community supported agriculture program taking place at Tollway oases. She advised on how to become a member and participate in the program.

Executive Director Lafleur reported on her participation in an event at the Belvidere oases promoting traffic safety for the Memorial Day weekend.

Executive Director Lafleur then introduced Randy Blankenhorn of the Chicago Metropolitan Agency for Planning (CMAP). Mr. Blankenhorn gave an overview of the history of CMAP and a detailed presentation on CMAP's Go To 2040 Plan. Mr. Blankenhorn encouraged the Tollway and CMAP continue to work together in the future and on 21st Century projects CMAP

has identified as beneficial for the region. He provided details on five projects: the extension of Illinois 53, Western Access Elgin-O'Hare suite of projects, Interchange at I-57 and I-294, new multi-modal transportation center in the West Loop of Chicago and the Red Line extension in the South Side of the city and in the South suburbs. CMAP appreciates the work of the Tollway and is most interested in how the Tollway will move forward on their projects.

Executive Director Lafleur provided status on the Transition Team meeting, which was well attended. Directors will also receive Transition Team materials this week including the presentation. She also mentioned that Moody's has affirmed the Tollway AA bond rating for the upcoming bond sale.

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

Amendment to the Commercial Co-Location Agreement with Business Only Broadband (BOB) at M-8, increasing the monthly fee paid the Tollway by \$632, from \$2,190 to \$2,822. Resolution No. 19086.

Amendment to the Commercial Co-Location Agreement with Business Only Broadband (BOB) at Plaza 93, increasing the monthly fee paid the Tollway by \$632, from \$2,744 to \$3,376. Resolution No. 19087.

Amendment to the Commercial Co-Location Agreement with Verizon Wireless at Plaza 23. A one-time permission fee for the aforementioned cable run will be \$1000. Resolution No. 19088.

Commercial Co-Location Agreement with Clearwire at M-8 Tower. Originating monthly base fee will be \$2,749.00 with an annual escalation of 4%. Resolution No. 19089.

Agreement with Unisys Corporation for the hosting of the Tollway's Web, E-Commerce and Interactive Voice Response applications in the amount of \$5,887,706.62. Resolution No. 19090.

Director Morris advised that the Unisys Corporation contract is in the process of rebid for the next phase of the contract.

Director Morris 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 10-0033 to Parkway Elevators, Incorporated, (SBE), Subcontract: Apex Elevator, (DBE) for Elevator Maintenance, Inspection, Repair and Full Hydraulic Pressure in the amount of \$98,560.00. Resolution No. 19091.

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

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

Renewal of the Contract for the Toll Revenue Management and Maintenance Program (TRMMP) to Electronic Transaction Consultants Corp. (ETCC), in the amount of \$11,000,000. Resolution No. 19093.

Director Morris advised that the Business Systems item is an extension and the Tollway is in the process of rebidding the contract.

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

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

Award of Contract RR-05-5428 to Lorig Construction Company for Roadway and Bridge Rehabilitation on Tri-State Tollway Edens Spur (I-94) Milepost 25.4 (I-294 Northbound Overpass) to Milepost 30.0 (Edens Expressway) in the amount of \$15,558,768.80. Resolution No. 19094.

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

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

Extra Work Order on Contract I-08-5541 to Rockford Blacktop Construction Company/Rock Road Companies (JV) for Grading and Drainage, Rubblization, Pavement Widening and Bridge Substructure Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 69.9 (IL Route 173) to Milepost 62.3 (Cherry Valley Interchange) in the amount of \$550,000. Resolution No. 19095.

Director Weisner moved for adoption; seconded by Director Canham. Director Towns 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 RR-07-5529 to Lorig Construction Company for Bridge Rehabilitation on Tri-State Tollway (I-294) Milepost 37.1 (Bensenville Railroad Yard Bridge) to Milepost 39.5 (Soo Line Railroad Bridge) by \$508,909.10, from \$658,909.10 to \$150,000. Resolution No. 19096.

Full Release of Retainage on Contract I-08-5496 to K-Five Construction Corporation for Northbound Widening and Overlay on Veterans Memorial Tollway (I-355) Milepost 15.2 (75th Street) to Milepost 16.1 (71st Street) in the amount of \$100,000. Resolution No. 19097.

Permit EW 10-06 to Level 3 Communications for permission to install, maintain, and operate fiber optic cable facilities. The fiber optic cable will be directionally bored under and across the I-88/I-294 connector ramps at Windsor Drive. Fee will be \$1,000. Resolution No. 19097.

Award of Contract 10-0067 to John Thomas, Incorporated (SBE) for Nucor Steel High Tension 3-Strand Cable System in the amount of \$110,000.00. Resolution No. 19098.

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

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

Permit EW 10-07 to the City of Aurora for permission to install, maintain, and operate communications facilities. The communication cable will be directionally bored under and across I-88 at Mitchell Road. There will be no fee. Resolution No. 19099.

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

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

Amendment to the Administrative Rules permitting an increase in the speed limit on the South Extension of I-355 from approximately I-55 to I-80

changing the upper speed limit from 55 mph to 65 mph. Resolution No. 19100.

A Settlement Agreement with the North Shore Sanitary District for underground construction work. Resolution No. 19101.

A Settlement Agreement of Corrective Work on I-294 for the Grand Trunk Railroad (GTRR) Bridge. Resolution No. 19102.

A Settlement Agreement approving an uninsured motorist claim with Wayne Pauley and the Insurance Company of Pennsylvania. Resolution No. 19103.

Chair Wolff asked if there was any new business. Director Morris would like a report to the Board on the Tollway vacation policy. Chair Wolff asked that a full report on employee benefits be presented to the entire Board.

There being no further business the meeting went back into Executive Session at approximately 11:45 a.m.

Minutes taken by: _____
Marlene Y. Rodriguez-Vick