

MINUTES OF THE REGULAR MEETING OF THE
ILLINOIS STATE TOLL HIGHWAY AUTHORITY
October 21, 2010

The Illinois State Toll Highway Authority met in regular session on Thursday, October 21, 2010 at approximately 10:30 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 and posted in accordance with the requirements of the Open Meetings Act.

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 Directors present and absent were as follows:

Present:

Chair Paula Wolff
Director Jim Banks
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

Administrative Manager to the Board Tranece Artis informed the Board that Director Canham requested to participate via conference call due to personal illness. Director Morris moved for approval; seconded by Director Pradel. The motion was approved unanimously.

Chair Wolff called the meeting to order. Chair Wolff acknowledged Dawn Sirianni and Marlene Vick for the support they had given the Board while absent a Board Secretary.

Chief of Staff Doug Kucia introduced Strategic Advisory Team member Frank Beal, from Chicago Metropolis 2020. Mr. Beal gave a presentation on [the findings and recommendations of the Strategic Advisory Team](#). Mr. Beal began with an overview of the process and the Team: A 33-member team from Metropolitan Chicago who, over five months, attended six meetings to give feedback and advice on Tollway policies and projects. Mr. Beal noted that the report is organized around eight broad principles: 1) maximize the use of existing Tollway assets;

2) lead the industry in innovation and best practices; 3) support a transportation system that preserves and enhances the environment; 4) stimulate the state's economy; 5) be responsible and innovative in approaches to finance; 6) create transportation solutions in collaboration with other public agencies; 7) use a data-driven approach to manage the Tollway system; and 8) actively promote opportunities for disadvantaged populations. Mr. Beal stated that these principles formed a framework that will provide a guide for the decision-making process of the Tollway.

Executive Director Lafleur recognized Strategic Advisory Team member Don Schaefer, Executive Vice President of the Midwest Truckers Association, who was in attendance at the Board meeting, for the time and effort he contributed as part of the team. Director Roof expressed his thanks to all Team members.

Paul Kovacs, Chief Engineer, gave a presentation on Maintenance Facilities. Mr. Kovacs detailed both short-term and long-term needs for maintenance sites, including current plans, available funding, and costs. He noted the need to implement energy cost reduction measures at maintenance sites. Jeff Redding, Chief of Operations, then spoke on strategies for reducing energy costs at all Tollway facilities. Director Morris responded that there was an urgent need to quickly implement energy-saving approaches such as solar panels or wind turbines. **Executive Director Lafleur answered that there will be more frequent reports to the Board regarding progress on energy reduction measures.**

Chair Wolff called for public comment. The following members of the public gave brief statements:

Eileen Glyn-Tucker – Noisewall
Joseph Scarpino – Noisewall

Chair Wolff reminded attendees that the Board deals with policy rather

than specific situations. Chair Wolff thanked both of the members of the public that came out to give information to the Board.

Director Banks moved for approval of the Minutes of the Regular Board Meeting and Executive Session held on September 30, 2010; seconded by Director Pradel. The motion was approved unanimously.

Chair Report: Chair Wolff thanked the Board for moving the date of the October Board meeting. She reminded the Directors that Tranece Artis would be working with them to set up a time to meet to go over the structure and workings of the Board. Finally, she asked the Directors to note the draft copy of a document designed to record Board action-items that required follow-up after Board meetings.

Director Morris gave an update on the Customer Service Working Group. Director Morris stated that the group has wrapped up its work and is in the process of preparing a report to present to the Board, most likely at the December Board meeting. Director Morris noted that there had been some controversy regarding the Indiana violations situation, but reported that the Tollway has since collected on some of the outstanding violations. Director Morris added that the Board should look at the entire system of assigning fines. He cited best practice examples from Texas and Colorado, with regard to how they administered violation fines.

Director Morris referenced the report that the Working Group had produced, specifically noting the section on the Customer Service contracts. Director Morris stated that there are four contracts in the customer service area that the Tollway is trying to rebid. Tollway staff has asked that the contracts be split into two for bid this year, and two for bid the following year. Director Morris added that as each of the working group committees wrap up, he would suggest that the standing committees take over some of their responsibilities. Chair Wolff thanked Director Morris and his committee, as well as staff, for the work they have done. Director Morris stated that there was an acknowledgement

that part of the problem in the past between the Tollway and ETCC may have been weak communication, but that under the new process, there has been a tremendous improvement in said communication.

Director Saldaña gave an update on the Liquidity Working Group. Director Saldaña reported back to the Board that the PFM Group sent out an RFP and identified 29 potential liquidity providers, and, of those, 11 responses came back. Director Saldaña noted that she expected staff to accept proposals from seven to eight liquidity providers, and that this diversification was a positive. **She added that she anticipates staff to negotiate these proposals and come back at the November Board meeting with final recommendations.** Chair Wolff thanked Director Saldaña and other Board members for the work they have put in on this subject.

Director Weisner gave an update on the Oases Working Group. He indicated that his committee's work is still a work-in-progress, largely because the Oases involve contracts or leases with two major entities: one for pavilions and the other for fueling and convenience shops. Director Weisner noted that in both cases the entities that hold the leases have been in transition, and that they are only just now at the juncture where they can begin to make progress. He added that the last several months have been helpful in terms of being able to do research and identify trends and best practices as they relate to the oases. Now that the entities running the Oases are being identified, it will make it easier to move out of a static position. Director Weisner expects to issue an interim report shortly. Chair Wolff thanked Director Weisner and his committee and staff.

Chair Wolff moved to approve a resolution to appoint Tranece Artis as the Tollway Secretary and Open Meetings Act Officer. Director Morris moved for approval; seconded by Director Pradel. The motion was approved unanimously.

Chair Wolff noted that the Board is under an obligation to periodically

review for possible release Executive Session minutes. The minutes available supplied to the Board for its review run from [April 1991](#) to [December 2009](#). She added that any sections that are still part of open personnel matters, legal action or collective bargaining have been redacted. Director Pradel moved for approval of release of the Executive Session minutes as redacted; seconded by Director Towns. The motion was approved unanimously.

Executive Director Report: Executive Director Lafleur introduced Stan Ryniewski, Chief of Business Systems, to give an update on the transponder fulfillment contract. Mr. Ryniewski informed the Board that staff had issued a transponder fulfillment RFP and gone through the RFP process through technical review scoring and pricing, whereupon it was determined that it would be more fiscally prudent for the Tollway to renew the existing Customer Service contract. Director Morris added that one of the strategies the Executive Director has been working on, with the assistance of the Customer Service Working Group, has been to attempt to find Illinois-based nonprofit groups to fulfill some of these functions. Director Morris noted that he has found that they need to do a little more research in order to better educate potential nonprofits to take over these functions. He suggested that within the next six months the Working Group should develop a specific strategy as to how to appeal to these types of nonprofit entities within Illinois, not only to locate jobs here, but also to work within a reasonable price structure. Executive Director Lafleur added that she is working with Procurement to establish a readily usable checklist for vendors, and that the Tollway wants to look for opportunities for more competition within large contracts.

Executive Director Lafleur introduced Rocco Zuccherro, Deputy Chief of Engineering for Planning. Mr. Zuccherro gave a presentation to the Board on the Tollway's noise wall policy. Mr. Zuccherro noted that in 2005, in tandem with the Congestion Relief Program, the Tollway updated the Traffic Noise Policy. He commented that, sections on best practices, cost-sharing, and local development priorities were added. Mr. Zuccherro added that the Tollway considers several criteria before

building noise wall, including: constructability; environmental impacts; drainage impacts; right of way considerations; local support; and the timing of development in relation to the construction of the toll highway. Mr. Zucchero concluded with the fact that the Tollway has been consistent across the board in terms of addressing noise and noise walls. Director Morris remarked that learning about the noise policy has been valuable, and hopes to take another look at it in the future. Chair Wolff responded that the role of the Board is to look at policies rather than individual decisions that happen at the staff level.

Executive Director Lafleur introduced Lisa Williams, new Affirmative Action/Equal Opportunity Officer, to the Board. Ms. Williams comes to the Tollway from the Attorney General's office, where she served as the Assistant Attorney General out of the Civil Rights Bureau, investigating housing and employment discrimination.

Executive Director Lafleur congratulated Chief Engineer Paul Kovacs on the near-completion of I-355, marking the conclusion of a 6-year, \$834 million investment on that 30-mile corridor. Mr. Kovacs credited staff throughout the Tollway for contributing to the success.

Executive Director Lafleur thanked Chief of Finance Mike Colsch and his team for their work on the 2011 budget. Executive Director Lafleur recapped the budget highlights, noting that the tentative 2011 budget includes an estimated \$680 million in revenues, a \$10.3 million reduction in operating expenses (the first of its kind in the history of the Tollway), and the elimination of 106 vacant positions without any layoffs. Executive Director Lafleur added that staff will continue to look at the budget over the next month as well as accept suggestions during the public comment period. Executive Director Lafleur thanked Chief of Staff Doug Kucia and Chief of Communications Wendy Abrams for their help with the budget.

Chair Wolff called for public comment. The following members of the public gave brief statements:

Virginia Wood – Village of Green Oaks/noise walls
William Rickert – Village of Green Oaks/ noise wall

Chair Wolff thanked Ms. Wood and Mr. Rickert for their comments.

Chair Wolff began the consent agenda by calling for a motion adopting the following resolutions:

Approval of amendment to existing tower co-location agreement with AT&T for locations at Plazas 17, 23, 58, and M8.

A Contract Award Recommendation for LECG Smart in the amount not to exceed \$70,000.

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

Chair Wolff called for a motion adopting the following resolutions:

Approval of the Property Insurance Program for the period of December 1, 2010 through November 30, 2011.

Award of the Liquidity Agreements for the 1998B, 2007A and 2008A Series Bonds.

Approval of the 2011 Tentative Budget.

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

Chair Wolff called for a motion adopting the following resolutions:

Renewal to Contract No. 09-0182 to A-1 Corporate Hardware for Locks and Hardware – Schlage, by \$150,000.00 from \$150,000.00 to \$300,000.00 (CMS Master Contract).

Increase to Contract No. 09-0010 to Enterprise Oil Company and D-A Lubricant Company for Lubricants, Greases and Oils (Virgin), by \$33,500.00 from \$106,600.00 to \$140,100.00 (CMS Master Contract).

Award Contract No. 10-0076R to Davco Automotive Products, Incorporated for Electrical Repair, in the amount of \$45,000.00 (Tollway IFB).

Award Contract No. 10-0179, to Mellen Septic Services, Incorporated for Sewage Repair at Plaza 21/Waukegan Toll Plaza, in the amount of \$43,400.00 (Emergency Affidavit).

Director Weisner moved for adoption. Seconded by Director Pradel. The motion was approved unanimously.

Chair Wolff called for a motion adopting the following resolutions:

Proposal from AECOM Technical Services Inc. on Contract RR-10-9973 for Consulting Engineer Services Systemwide in the amount of \$22,765,478.

Proposal from Wilbur Smith & Associates on Contract RR-10-9974 for Traffic Engineer Services Systemwide in the amount of \$10,166,070.

Proposal from Environmental Design International, Inc. on Contract I-05-5419 for Supplemental Construction Inspection Services on the Tri-State Tollway (I-294) Milepost 44.5 (Dempster Street) to Milepost 49.0 (Willow Road) in the amount of \$60,000.

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

Chair Wolff called for a motion adopting the following resolution:

Full Release of Retainage on Contract I-07-5237 to Plote Construction, Inc. for Roadway and Bridge Reconstruction and Resurfacing on Northbound Tri-State Tollway (I-94) Milepost 74.2 (Waukegan Toll Plaza) to Milepost 78.3 (Wisconsin State Line) in the amount of \$10,000.

Director Towns moved for adoption. Seconded by Director Pradel. Director Roof recused himself from voting on this item. The motion was approved.

Chair Wolff called for a motion adopting the following resolutions:

Full Release of Retainage on Contract I-06-5215 to Lorig Construction Company for Widening and Reconstruction on Southbound Tri-State Tollway (I-294) Milepost 40.2 (Balmoral Avenue) to Milepost 41.3 (Devon Avenue) in the amount of \$1,316,783.33.

Full Release of Retainage on Contract RR-09-5575 to Western Remac, Inc. for Corridor Sign Replacement on the Reagan Memorial Tollway (I-88) Milepost 44 (U.S. Route 30) to Milepost 115 (Orchard Road) in the amount of \$57,308.50.

Permit NW 10-18 to Kentucky Data Link for permission to install, maintain, and operate fiber optic facilities. The fiber optic cable will be directionally bored under and across the Jane Addams Memorial Tollway (I-90) at Milepost 65.4 (Spring Brook/Spring Creek Road). Fee is \$1,000.

Permit NW 10-19 to Kentucky Data Link for permission to install, maintain, and operate fiber optic facilities. The fiber optic cable will be directionally bored under and across the Jane Addams Memorial Tollway (I-90) at Milepost 74.1 (Elevator Road). Fee is \$1,000.

Permit NW 10-20 to Kentucky Data Link for permission to install, maintain, and operate fiber optic facilities. The fiber optic cable will be directionally bored under and across the Jane Addams Memorial Tollway (I-90) at Milepost 48.6 (Garden Prairie Road). Fee is \$1,000.

Permit NW 10-21 to Kentucky Data Link for permission to install, maintain, and operate fiber optic facilities. The fiber optic cable will be directionally bored under and across the Jane Addams Memorial Tollway (I-90) at Milepost 61.8 (Newburg Road). Fee is \$1,000.

Permit EW 10-22 to Intercarrier Networks for permission to install, maintain, and operate fiber optic facilities. The fiber optic cable will be directionally bored under and across the Reagan Memorial Tollway (I-88) at Milepost 134.3 (Highland Avenue). Fee is \$1,000.

Director Banks moved for adoption. Seconded by Director Towns. The motion was approved unanimously.

Chair Wolff called for a motion adopting the following resolutions:

An Intergovernmental Third Addendum Agreement with the University of Illinois. Cost to Tollway is \$1,220,000 over a 5 year period.

An Intergovernmental Second Addendum Agreement with the Board of Trustees of the University of Illinois. Cost to Tollway is \$0.

An Intergovernmental Agreement with the Illinois Department of Transportation. Tollway will receive \$9,024,958.11.

An Intergovernmental Agreement with Homer Township. Cost to Tollway is \$0.

An Intergovernmental Agreement with the City of Lockport. Total Cost to Tollway is \$0.

An Intergovernmental Agreement and Annexation Agreement with the Village of North Aurora. Cost to Tollway is \$0.

Deutsch Levy amended resolution. Continued hourly rate of \$200/hour.

Director Roof moved for adoption. Seconded by Director Towns. The motion was approved unanimously.

Under unfinished business, Director Morris thanked Rocco Zuccherro, Angela LaPorte, and Bryan Wagner of Planning for accompanying him and two members of the Illinois Audubon Society on a tour of a 160 acre North Chicago wetland mitigation site in Lake County.

Director Weisner congratulated Tollway staff for a job well done on I-355.

There was no new business.

Tom Bamonte, General Counsel, requested that the Board enter into Executive Session pursuant to Sections 2(c)(1), 2(c)(2), and 2(c)(11) of the Open Meetings Act.

Director Weisner moved to enter into Executive Session; seconded by Director Roof. The motion was approved unanimously.

(Whereupon the Board entered into Executive Session)

The Board came out of Executive Session at approximately 2:37 p.m. Director Pradel moved to adjourn; seconded by Director Towns. The motion was approved unanimously.

Minutes taken by: _____
Jackie Diaz