



**Record of Meeting | March 21, 2019**

The Illinois State Toll Highway Authority (the “Tollway”) Board of Directors met in regular session on Thursday, March 21, 2019 in the Boardroom of Tollway Headquarters in Downers Grove, Illinois. The Meeting was held pursuant to By-Laws of the Tollway upon call and notice of the Meeting executed by Chairman Willard S. Evans, Jr. and posted in accordance with the requirements of the Illinois *Open Meetings Act*. The Meeting was open to the public.

*[Bolded entries indicate issues which may require follow-up to present or report to the Board.]*

**Call to Order / Pledge of Allegiance / Roll Call**

Chairman Evans called the Meeting to order at approximately 9:00 a.m., inviting attendees to rise and join in the Pledge of Allegiance. He then asked the Board Secretary to call the roll, those Directors present and absent being as follows:

Board Members Present:
Chairman Will Evans
Director Jim Connolly
Director Stephen Davis
Director Alice Gallagher
Director Scott Paddock
Director Gary Perinar
Director Cesar Santoy
Director Jim Sweeney
Director Karen McConnaughay <i>(via phone)</i>

Board Members Not Present:
Governor JB Pritzker <i>[ex officio]</i>
Secretary Omer Osman <i>[ex officio]</i>

The Board Secretary declared a quorum present.

Chairman Evans stated that given Director McConnaughay’s advance notice to the Board Secretary of her inability to attend due to conflicting business commitments, and given that a quorum of the Board is physically present, in accordance with Illinois *Open Meetings Act* Section 7(a) and Tollway By-laws Section 8, a motion is requested to approve Director McConnaughay’s participation by audio conference. Director Davis made such a motion for approval; seconded by Director Sweeney. Chairman Evans then called for a vote. The motion was PASSED unanimously. Director McConnaughay joined the Meeting via audio conference.



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## Public Comment

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Chairman Evans opened the floor for public comment.

The following speakers expressed concerns regarding noise levels along a segment of I-355 and asked the agency to consider erecting a sound barrier wall:

- Alice Winke, Lombard, IL
- Deborah Noble, Lombard, IL

Chairman Evans thanked the speakers for their comments.

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## Chairman's Items

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*Item 1: Approval of the Minutes of the regular Board of Directors meeting held December 20, 2018.*

Chairman Evans called for a motion to approve **Chairman's Item 1**, the Minutes of the regular Board of Directors meeting held on December 20, 2018, as presented. Director Gallagher made a motion for approval; seconded by Director. Chairman Evans asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Evans called for a vote. The motion was PASSED unanimously.

*Item 2: Approval of the Minutes of the Executive Session of the Regular Board of Directors Meeting held December 20, 2018.*

Chairman Evans stated that without objection, action on Chairman's Item 2, concerning the minutes of closed meetings, will be deferred until after consideration in Executive Session.

*Item 3: Assignment of Board Members to Each Committee.*

Chairman Evans called for a motion to approve **Chairman's Item 1**, the assignment of Board members to each committee of the Board, as presented. Director Santoy made a motion for approval; seconded by Director Sweeney. Chairman Evans asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Evans called for a vote. The motion was PASSED unanimously.

*Item 4: Action on Executive Director Position.*

Chairman Evans stated that without objection, action on Chairman's Item 4, concerning a personnel matter, will be deferred until after consideration in Executive Session.



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## Executive Director's Items

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Kevin Artl, Chief Operating Officer, stated that due to time constraints, the presentation to the Board of the Inspector General's semi-annual Summary Activity Report will be delayed until April. He clarified that the report will be forwarded to the General Assembly, the Governor's Office, and posted on the Tollway's website at the end of this month.

**2018 Year End Budget to Actual Review:** Mr. Artl then introduced Mike Colsch, Chief Financial Officer, to present to the Board the Year-End Budget to Actual Review. [See attached presentation.](#)

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## Items for Consideration

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### Finance

***Item 1:** Approval of the 2018 Retiree Health Insurance Payment in the amount of \$4,214,688.08 to Central Management Services (CMS) per the State Employees Group Insurance Act (5 ILCS 375/11).*

Chairman Evans called for a motion to approve **Finance Item 1**. Director Davis made a motion for approval; seconded by Director Santoy. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Davis, Director Santoy, Director Connolly, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

***Item 2:** Award of Contract 18-0161 with RSUI Indemnity Company and Chubb Insurance Company for the Property Insurance Program through Mesirow Insurance Services for the combined annual premium of \$1,182,001.00 (Order Against CMS Master Contract).*

Chairman Evans called for a motion to approve **Finance Item 2**. Director Gallagher made a motion for approval; seconded by Director Sweeney. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:



Yeas: Director Gallagher, Director Sweeney, Director Connolly, Director Davis, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 3: Renewal of Contract 13-0115 with CorVel Enterprise Comp, Inc. for the purchase of Workers' Compensation Claim Administration Services in an amount not to exceed \$150,000.00 (Tollway Request for Proposal).*

Chairman Evans called for a motion to approve **Finance Item 3**. Director Davis made a motion for approval; seconded by Director Sweeney. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Davis, Director Sweeney, Director Connolly, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

## **Procurement**

*Item 1: Award of Contract 19-0002 to SHI International Corp. for the purchase of EMC Hardware, Software, Maintenance, Services, and Support in an amount not to exceed \$6,057,917.60 (Cooperative Purchase).*

Chairman Evans called for a motion to approve **Procurement Item 1**. Director Gallagher made a motion for approval; seconded by Director Santoy. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gallagher, Director Santoy, Director Connolly, Director Davis, Director McConnaughay, Director Paddock, Director Perinar, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 2: Increase to Contract 17-0143 with Cargill, Inc.; Compass Minerals America, Inc.; and Morton Salt, Inc. for the purchase of Bulk Rock Salt in an aggregate amount not to exceed \$600,000.00 (Order Against CMS Master Contract).*



Chairman Evans called for a motion to approve **Procurement Item 2**. Director Gallagher made a motion for approval; seconded by Director Perinar. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gallagher, Director Perinar, Director Connolly, Director Davis, Director McConnaughay, Director Paddock, Director Santoy, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 3: Renewal of Contract 16-0084 with Occupational Training & Supply, Inc for the purchase of Miscellaneous Safety Supplies in an amount not to exceed \$105,000.00 (Tollway Invitation for Bid).*

Chairman Evans called for a motion to approve **Procurement Item 3**. Director Connolly made a motion for approval; seconded by Director Paddock. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Connolly, Director Paddock, Director Davis, Director Gallagher, Director McConnaughay, Director Perinar, Director Santoy, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 4: Award of Contract 18-0057 to Infor Public Sector, Inc. for the purchase of Computer-Aided Dispatch System Software Upgrade and Associated Maintenance in an amount not to exceed \$355,885.00 (Tollway Sole Source).*

Chairman Evans called for a motion to approve **Procurement Item 4**. Director Santoy made a motion for approval; seconded by Director Davis. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Santoy, Director Davis, Director Connolly, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.



*Item 5: Extension of Contract 18-0092 with Law Enforcement Systems, LLC for the purchase of Out-of-State Registration Retrieval Services in an amount not to exceed \$300,000.00 (Tollway Emergency).*

Chairman Evans called for a motion to approve **Procurement Item 5**. Director Connolly made a motion for approval; seconded by Director Sweeney. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Connolly, Director Sweeney, Director Davis, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

### Engineering

*Item 1: Award of Contract I-18-4374 to Lorig Construction Company for Roadway and Bridge Reconstruction, on the Tri-State Tollway Edens Spur (I-94) from Mile Post 29.0 (West of Union Pacific Railroad) to Mile Post 30.0 (Edens Expressway), in the amount of \$37,892,153.97.*

Chairman Evans called for a motion to approve **Engineering Item 1**. Director Sweeney made a motion for approval; seconded by Director Santoy. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Santoy, Director Connolly, Director Davis, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 2: Award of Contract I-18-4433 to D. Construction, Inc. for Reconstruction and Widening, on the I-57 Median North of Tri-State Tollway (I-294), in the amount of \$18,753,146.12. [Recusal: Director Davis]*

Chairman Evans called for a motion to approve **Engineering Item 2**. Director Connolly made a motion for approval; seconded by Director Perinar. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:



Yeas: Director Connolly, Director Perinar, Director Gallagher, Director McConnaughay, Director Paddock, Director Santoy, Director Sweeney, Chairman Evans (8)

Nays: None (0)

Recusals: Director Davis (1)

The motion was PASSED.

*Item 3: Award of Contract RR-13-4117R to Walsh Construction Company II, LLC for Roadway Reconstruction, between the Reagan Memorial Tollway (I-88) at Mile Post 138.7 (Ramp N) and the Tri-State Tollway (I-294), Mile Post 29.1 (Ramp M), in the amount of \$14,211,815.14.*

Chairman Evans called for a motion to approve **Engineering Item 3**. Director Sweeney made a motion for approval; seconded by Director Connolly. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Connolly, Director Davis, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 4: Award of Contract I-18-4427 to Plote Construction, Inc. / Dunnet Bay Construction Co., (JV) for Roadway and Bridge Rehabilitation, on the Tri-State Tollway (I-294) from Mile Post 37.85 to Mile Post 40.15, in the amount of \$55,391,651.16.*

Chairman Evans called for a motion to approve **Engineering Item 4**. Director Perinar made a motion for approval; seconded by Director Santoy. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Perinar, Director Santoy, Director Connolly, Director Davis, Director Gallagher, Director McConnaughay, Director Paddock, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 5: Award of Contract I-18-4436 to Hecker and Company, Inc. for Intelligent Transportation Systems (ITS) Procurement, on the Tri-State Tollway (I-294) from Mile Post 17.4 (95th Street) to*



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*Mile Post 33.5 (North Avenue/Lake Street), in the amount of \$868,198.00. [Recusal: Director Davis]*

Chairman Evans called for a motion to approve **Engineering Item 5**. Director Santoy made a motion for approval; seconded by Director Sweeney. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Santoy, Director Sweeney, Director Connolly, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Chairman Evans (8)

Nays: None (0)

Recusals: Director Davis (1)

The motion was PASSED.

*Item 6: Award of Contract I-18-4438 to Aldridge Electric, Inc. for Temporary Intelligent Transportation Systems (ITS) and Fiber Relocation, on the Tri-State Tollway (I-294) from Mile Post 17.4 (95th Street) to Mile Post 33.5 (North Avenue/Lake Street), in the amount of \$9,095,944.31. [Recusal: Director Davis]*

Chairman Evans called for a motion to approve **Engineering Item 6**. Director Connolly made a motion for approval; seconded by Director Santoy. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Connolly, Director Santoy, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Sweeney, Chairman Evans (8)

Nays: None (0)

Recusals: Director Davis (1)

The motion was PASSED.

*Item 7: Award of Contract RR-18-4439 to Sumit Construction Company, Inc. for Bridge Rehabilitation, on the Tri-State Tollway (I-294) from Mile Post 18.70 (Roberts Road) to Mile Post 39.25 (Canadian National Railroad), in the amount of \$1,931,481.00.*

Chairman Evans called for a motion to approve **Engineering Item 7**. Director Sweeney made a motion for approval; seconded by Director Gallagher. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:





Yeas: Director Sweeney, Director Gallagher, Director Connolly, Director Davis, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 8: Award of Contract I-19-4452 to Schwartz Excavating, Inc. for Building Removals, on the Tri-State Tollway (I-294) from Mile Post 17.8 (95th Street) to Mile Post 40.0 (Balmoral Avenue), in the amount of \$1,103,340.93.*

Chairman Evans called for a motion to approve **Engineering Item 8**. Director Gallagher made a motion for approval; seconded by Director Sweeney. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gallagher, Director Sweeney, Director Connolly, Director Davis, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 9: Award of Contract I-19-4453 to Fox Excavating, Inc. for Building Removals, on the Tri-State Tollway (I-294) from Mile Post 17.8 (95th Street) to Mile Post 40.0 (Balmoral Avenue) in the amount of \$1,103,271.00.*

Chairman Evans called for a motion to approve **Engineering Item 9**. Director Davis made a motion for approval; seconded by Director Santoy. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Davis, Director Santoy, Director Connolly, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 10: Award of Contract I-19-4454 to Western Remac, Inc. for Property Maintenance, on the Tri-State Tollway (I-294) from Mile Post 17.8 (95th Street) to Mile Post 40.0 (Balmoral Avenue), in the amount of \$1,104,928.75.*



Chairman Evans called for a motion to approve **Engineering Item 10**. Director Connolly made a motion for approval; seconded by Director Perinar. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Connolly, Director Perinar, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 11: Award of Contract RR-18-4447 to Foundation Mechanics, LLC for Miscellaneous Drainage & Environmental Repairs and Improvements, on the Jane Addams Memorial Tollway (I-90) from Mile Post 15.45 to Mile Post 73.10, in the amount of \$723,227.00.*

Chairman Evans called for a motion to approve **Engineering Item 11**. Director Santoy made a motion for approval; seconded by Director Sweeney. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Santoy, Director Sweeney, Director Connolly, Director Davis, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 12: Acceptance of Proposal from Terra Engineering, Ltd., on I-18-4424 for Design Upon Request Services on the Tri-State Tollway (I-294), in an amount not to exceed \$5,000,000.00. [Recusal: Director Santoy]*

Chairman Evans called for a motion to approve **Engineering Item 12**. Director Paddock made a motion for approval; seconded by Director Gallagher. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Paddock, Director Gallagher, Director Connolly, Director Davis, Director McConnaughay, Director Perinar, Director Sweeney, Chairman Evans (8)

Nays: None (0)

Recusals: Director Santoy (1)



The motion was PASSED.

*Item 13: Acceptance of Proposal from Gannett Fleming, Inc. (formerly Bowman, Barrett & Associates, Inc.), on Contract RR-14-4222 for Supplemental Design for Master Plan and Design Services, on the Tri-State Tollway (I-294) at Mile Post 26.6 (Burlington Northern Santa Fe (BNSF) Railroad Bridge), in an amount of \$330,402.57 from \$6,891,121.51 to \$7,221,524.08.*

Chairman Evans called for a motion to approve **Engineering Item 13**. Director Connolly made a motion for approval; seconded by Director Santoy. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Connolly, Director Santoy, Director Davis, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 14: Acceptance of Proposal from Alfred Benesch & Company/Christopher B. Burke Engineering, Ltd./Lin Engineering, Ltd., on Contract I-15-4656 for Supplemental Interchange Design Services, on the North South bypass of the Elgin O'Hare Western Access (EOWA) between the Tri-State Tollway (I-294) and Franklin Avenue/Green Street and on the Tri-State Tollway (I-294) from Mile Post 33.6 (North Avenue) to Mile Post 36.4 (Wolf Road), in an amount of \$4,800,000.00 from \$24,442,011.52 to \$29,242,011.52.*

Chairman Evans called for a motion to approve **Engineering Item 14**. Director Gallagher made a motion for approval; seconded by Director Sweeney. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gallagher, Director Sweeney, Director Connolly, Director Davis, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 15: Acceptance of Proposal from Gannett Fleming, Inc. (formerly Bowman, Barrett & Associates, Inc.)/Christopher B. Burke Engineering, Ltd., on Contract I-17-4303 for Supplemental Design Services for Roadway Reconstruction, Widening and Bridge Rehabilitation, on the Tri-State Tollway (I-294) from Mile Post 37.8 (O'Hare Oasis) to Mile Post 40.0 (Balmoral Avenue), in an amount of \$530,000.00 from \$7,670,000.00 to \$8,200,000.00.*



Chairman Evans called for a motion to approve **Engineering Item 15**. Director Connolly made a motion for approval; seconded by Director Davis. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Connolly, Director Davis, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 16: Acceptance of Proposal from GSG Consultants, Inc., on Contract RR-16-4281 for Supplemental Construction Management Services for Construction Management Services, on the Tri-State Tollway (I-294) at Mile Post 6.3 (159th Street), in an amount of \$533,776.95 from \$1,647,571.20 to \$2,181,348.15. [Recusals: Director Santoy]*

Chairman Evans called for a motion to approve **Engineering Item 16**. Director Sweeney made a motion for approval; seconded by Director Perinar. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Perinar, Director Connolly, Director Davis, Director Gallagher, Director McConnaughay, Director Paddock, Chairman Evans (8)

Nays: None (0)

Recusals: Director Santoy (1)

The motion was PASSED.

Chairman Evans stated that without objection, action on Engineering Items 17 and 18, concerning land acquisition, will be deferred until after consideration in Executive Session.

## Legal

*Item 1: Approval of an Intergovernmental Agreement with the Village of Willow Springs to address matters related to rehabilitation and reconstruction of the Central Tri-State, including widening and reconstruction of the Mile Long Bridge (Project). Cost to the Tollway: \$0.*

Chairman Evans called for a motion to approve **Legal Item 1**. Director Davis made a motion for approval; seconded by Director Sweeney. Chairman Evans asked if there are any questions,



concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Davis, Director Sweeney, Director Connolly, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 2: Approval of an Intergovernmental Agreement with the Village of Hodgkins to address matters related to rehabilitation and reconstruction of the Central Tri-State, including widening and reconstruction of the Mile Long Bridge (Project). Cost to the Tollway: \$175,000.00.*

Chairman Evans called for a motion to approve **Legal Item 2**. Director Connolly made a motion for approval; seconded by Director Paddock. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Connolly, Director Paddock, Director Davis, Director Gallagher, Director McConnaughay, Director Perinar, Director Santoy, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 3: Ratification of an Intergovernmental Agreement with the Illinois Environmental Protection Agency to allow for expedited Water Quality Certification permit review for the Central Tri-State Rehabilitation and Reconstruction project. Cost to the Tollway: \$40,000.00.*

Chairman Evans called for a motion to approve **Legal Item 3**. Director Gallagher made a motion for approval; seconded by Director Davis. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gallagher, Director Davis, Director Connolly, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.



*Item 4: Approval of an Intergovernmental Agreement with the Forest Preserve District of Cook County to address matters related to rehabilitation and reconstruction of the Central Tri-State, including widening and reconstruction of the Mile Long Bridge. Cost to the Tollway: \$979,615.72.*

Chairman Evans called for a motion to approve **Legal Item 4**. Director Gallagher made a motion for approval; seconded by Director Connolly. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gallagher, Director Connolly, Director Davis, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 5: Approval of an Intergovernmental Agreement with the Metropolitan Water Reclamation District of Chicago ("District") for the acquisition of right-of-way property and easements as well as the granting of an easement and compensation for damage of District property in support of the reconstruction of the Mile Long Bridge and the Central Tri-State Tollway. Cost to the Tollway: \$4,066,500.00.*

Chairman Evans called for a motion to approve **Legal Item 5**. Director Santoy made a motion for approval; seconded by Director Sweeney. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Santoy, Director Sweeney, Director Connolly, Director Davis, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 6: Approval of an Intergovernmental Agreement with the University of Connecticut regarding research on invasive vegetation. Cost to the Tollway: Not to exceed \$298,000.00.*

Chairman Evans called for a motion to approve **Legal Item 6**. Director Davis made a motion for approval; seconded by Director Paddock. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:



Yeas: Director Davis, Director Paddock, Director Connolly, Director Gallagher, Director McConnaughay, Director Perinar, Director Santoy, Director Sweeney Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Item 7: Approval of an Intergovernmental with the Western Springs Park District to address matters related to rehabilitation and reconstruction of the Central Tri-State, and BNSF Railway Bridge over I-294. Cost to the Tollway: Not to exceed \$850,000.00. [Recusal: Director Gallagher]*

Chairman Evans called for a motion to approve **Legal Item 7**. Director Connolly made a motion for approval; seconded by Director Sweeney. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Connolly, Director Sweeney, Director Davis, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Chairman Evans (8)

Nays: None (0)

Recusals: Director Gallagher (1)

The motion was PASSED.

Chairman Evans stated that without objection, action on Legal Items 8, 9 and 10, concerning litigation and collective bargaining, will be deferred until after consideration in Executive Session.

Item 11: Approval of Amendments to the Tollway By-Laws to reflect legislative directives outlined in Public Act 100-1180 and Public Act 100-0867.

Chairman Evans called for a motion to approve **Legal Item 11**. Director Perinar made a motion for approval; seconded by Director Gallagher. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Perinar, Director Gallagher, Director Connolly, Director Davis, Director McConnaughay, Director Paddock, Director Santoy, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

## Executive Session



Chairman Evans called for a motion to enter Executive Session pursuant to exception provided in Sections 2(c)1, 2(c)2, 2(c)5, 2(c)11, 2(c)21 of the Illinois *Open Meetings Act* to consider Tollway matters related to the performance of specific employees, collective negotiating, the purchase or lease of real property, potential or pending litigation, and the minutes of closed meetings. Director Gallagher made a motion, pursuant to the sections specified, to enter Executive Session; seconded by Director Sweeney. Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gallagher, Director Sweeney, Director Connolly, Director Davis, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

At approximately 9:43 a.m., the Board entered into Executive Session.

### **Return from Executive Session and Action** (if any)

At approximately 10:43 a.m., the Board re-entered the public session of the Meeting.

*Chairman's Item 2: Approval of the Minutes of the Executive Session of the Regular Board of Directors Meeting held December 20, 2018.*

Chairman Evans called for a motion to approve **Chairman's Item 2**, the Minutes of the Executive Session of the Board of Directors meeting held on December 20, 2018, as presented. Director Davis made a motion for approval; seconded by Director Santoy. Chairman Evans asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Evans called for a vote. The motion was PASSED unanimously.

*Chairman's Item 4: Action on the Executive Director Position.*

Chairman Evans called for a motion to approve **Chairman's Item 4**, a motion to adopt the resolution which ratifies employment decisions made by the Chairman last week concerning Elizabeth Gorman and appointing Kevin Artl as Acting Executive Director, consistent with terms discussed in closed session. Director Connolly made a motion for approval; seconded by Director Sweeney. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:





Yeas: Director Connolly, Director Sweeney, Director Davis, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

Engineering Item 17: Land Acquisition (Identification of Real Estate Parcels associated with the Central Tri-State Tollway). Cost to the Tollway: N/A.

Chairman Evans called for a motion to approve **Engineering Item 17**, which amends a prior resolution to identify eleven (11) additional parcels needed for the Central Tri-State Tollway Project that may need to be acquired by condemnation. Director Gallagher made a motion for approval; seconded by Director Sweeney. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gallagher, Director Sweeney, Director Connolly, Director Davis, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

Engineering Item 18: Land Acquisition (Identification of Real Estate Parcels associated with the Central Tri-State Tollway). Cost to the Tollway: N/A.

Chairman Evans called for a motion to approve **Engineering Item 18** which amends a prior resolution to identify one (1) additional parcel needed for the Elgin O'Hare Western Access Project that may need to be acquired by condemnation. Director Connolly made a motion for approval; seconded by Director Perinar. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Connolly, Director Perinar, Director Davis, Director Gallagher, Director McConnaughay, Director Paddock, Director Santoy, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

Legal Item 8: Authorization to enter a Litigation Settlement – Parcel No. EO-1B-12-102. Cost to the Tollway: As discussed in Executive Session.



Chairman Evans called for a motion to approve **Legal Item 8**, authorizing staff to enter a litigation settlement regarding Parcel No. EO 1B-12-102, consistent with terms discussed in closed session. Director Davis made a motion for approval; seconded by Director Paddock. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Davis, Director Paddock, Director Connolly, Director Gallagher, Director McConnaughay, Director Perinar, Director Santoy, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Legal Item 9: Authorization to Enter a Legal Settlement – Des Plaines 7-Eleven Oasis Pavilion. Cost to the Tollway: As discussed in Executive Session.*

Chairman Evans called for a motion to approve **Legal Item 9**, authorizing staff to enter a legal settlement with Des Plaines 7-Eleven Oasis Pavilion, consistent with terms discussed in closed session. Director Connolly made a motion for approval; seconded by Director Gallagher. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Connolly, Director Gallagher, Director Davis, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Director Sweeney, Chairman Evans (9)

Nays: None (0)

The motion was PASSED.

*Legal Item 10: Approval of a Collective Bargaining Agreement with the American Federation of State, County, and Municipal Employees (AFSCME) Council 31. Cost to the Tollway: As discussed in Executive Session.*

Chairman Evans called for a motion to approve **Legal Item 10**, a collective bargaining agreement with the American Federation of State, County, and Municipal Employees (AFSCME), consistent with terms discussed in closed session. Director Sweeney made a motion for approval; seconded by Director Davis. Chairman Evans asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Evans called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Davis, Connolly, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Santoy, Chairman Evans (9)



Nays: None (0)

The motion was PASSED.

### **Adjournment**

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There being no further business before the Board Chairman Evans requested a motion to adjourn. Motion to adjourn was made by Director McConnaughay; seconded by Director Perinar. Chairman Evans called for a vote. The motion was PASSED unanimously.

The Meeting was adjourned at approximately 10:48 a.m.

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

Christi Regnery  
Board Secretary  
Illinois State Toll Highway Authority



# 2018 Year End Budget to Actual Review

*(Preliminary and Unaudited)*

March 21, 2019

Mike Colsch



# 2018 Revenue

Total revenue was \$9.7 million more than estimate

(\$ millions)	October Revised		<u>\$ Variance</u>	<u>% Variance</u>
	<u>Estimate</u>	<u>Actual</u>		
Toll and Evasion Recovery	\$1,417.0	\$1,418.1	\$1.1	
Concessions	2.0	2.2	0.2	
Investment Income	28.0	34.4	6.4	
Miscellaneous	8.0	10.1	2.1	
<b>Total Revenue</b>	<b>\$1,455.0</b>	<b>\$1,464.7</b>	<b>\$9.7</b>	<b>0.7%</b>

## 2018 Transactions

- **Passenger cars** grew 0.6 percent year-over-year
- **Commercial vehicles** grew 5.2 percent year-over-year
- **Total Transactions** grew 1.2 percent year-over-year but 4.2 percent less than budget and 0.4 percent less than revised estimate

Note: Numbers may not add to totals due to rounding

Presented by Mike Colsch on March 21, 2019



# 2018 Maintenance and Operations

## M and O expenses \$16.8 million lower than budget

(\$ millions)	Budget	Actual	\$ Var.	% Var.
Payroll and Related Costs	\$167.2	\$164.2	(3.0)	
Group Insurance	39.8	36.5	(3.3)	
Contractual Services	85.5	83.6	(1.9)	
Materials/Oper.Supplies	6.6	6.2	(0.4)	
Utilities	8.2	7.8	(0.4)	
All Other Insurance	11.5	7.3	(4.2)	
Parts and Fuel	6.0	7.2	1.2	
Equip.Rental/Maintenance	29.2	24.7	(4.4)	
Other Misc. Expenses	1.0	0.8	(0.2)	
Recovery of Expenses	(2.3)	(2.5)	(0.2)	
<b>Total</b>	<b>\$352.8</b>	<b>\$336.0</b>	<b>(\$16.8)</b>	<b>(4.8%)</b>

## Key drivers

- Equipment rental/maintenance
- All other insurance
- Group insurance and all other insurance
- Payroll related costs
- Contractual services
  - Collection Services
  - Timing of Workforce Development and Technical Assistance programs
- Parts and fuel

Note: Numbers may not add to totals due to rounding

# 2018 Capital Program

(\$ millions)	<u>Projection</u>	<u>Revised October</u>			
		<u>Estimate</u>	<u>Actual</u>	<u>\$ Variance</u>	<u>% Variance</u>
Tri-State Tollway (I-94/I-294/I-80)	\$238.1	\$266.2	\$226.9	(\$39.3)	
Reagan Memorial Tollway (I-88)	175.0	166.3	153.1	(13.2)	
Jane Addams Memorial Tollway (I-90)	24.4	43.4	38.8	(4.6)	
Veterans Memorial Tollway (I-355)	35.1	103.1	85.5	(17.6)	
Systemwide Improvements	325.5	350.1	278.2	(71.9)	
Tri-State Tollway (I-294)/I-57 Interchange	0.0	0.4	0.3	(0.0)	
Elgin O'Hare Western Access	375.9	248.1	143.1	(105.0)	
Other Emerging Projects	9.7	9.4	8.3	(1.1)	
<b>Move Illinois and CRP Subtotal</b>	<b>\$1,183.7</b>	<b>\$1,187.0</b>	<b>\$934.1</b>	<b>(\$252.8)</b>	<b>(21.3%)</b>
<b>Agreement Reimbursements and Other Adjustments</b>	<b>-</b>	<b>(7.2)</b>	<b>(6.1)</b>	<b>1.1</b>	<b>(15.3%)</b>
<b>Total Capital Program Expenditures</b>	<b>\$1,183.7</b>	<b>\$1,179.8</b>	<b>\$928.1</b>	<b>(\$251.7)</b>	<b>(21.3%)</b>

Note: Numbers may not add to totals due to rounding

# 2018 Capital Program

## Capital Program expenses \$252 million less than estimated

### Elgin O'Hare Western Access Project

- Schedule changes and right-of-way impacts (\$105.0) million

### Systemwide

- Primarily due to slower than planned spending in pavement, bridge, ramp repairs, fleet, information technology and toll operations projects (\$71.9) million

### Tri-State Tollway(I-94/I-294/I-80)

- Mainly due to delay in start of design activities and timing differences in utility relocations (\$39.3) million

### Veterans Memorial Tollway

- Schedule changes due to weather impacts and site conditions (\$17.6) million





# 2018 Debt Service

**Budget/Revised Estimate vs. Actual (Unaudited)**  
**Fiscal Year 2018**  
(\$ millions)

	Budget	Revised Estimate	Actual	Revised Est. less Actual	
				\$	%
Debt Service Transfers for Existing Debt	\$ 410.2	\$ 409.6	\$ 410.6	\$ (0.9)	(0.2)%
Debt Service Transfers for New Debt	\$ 3.1	\$ 0.0	\$ 0.0	\$ 0.0	0.0%
<b>Total Debt Service Transfers</b>	<b>\$ 413.3</b>	<b>\$ 409.6</b>	<b>\$ 410.6</b>	<b>\$ (0.9)</b>	<b>(0.2)%</b>

- \$6.0 billion bonds outstanding, of which \$2.8 billion is for *Move Illinois*
  - \$4.8 billion fixed rate (80%); \$1.2 billion variable rate (20%)
    - *after 1/10/2019 refunding, \$5.2 billion fixed rate (88%); \$0.7 billion var. rate (12%)*
- Remaining *Move Illinois* Program assumes \$2.9 billion additional issuance

Note: Numbers may not add to totals due to rounding

# 2018 Summary

- Revenue was \$9.7 million more than October revised estimate
- Maintenance and operations expenditures were \$16.8 million less than budget
- Debt service transfers were \$2.8 million less than budget
- Capital program expenditures totaled \$928.1 million were \$251.7 million or 21.3 percent, less than October revised estimate

# Appendix



# 2018 Revenue – Fourth Quarter

(\$ thousands)	October Revised Estimate	4th Qtr		Variance	
		Actual	\$	%	
Toll Revenue and Evasion Recovery	\$348,633	\$349,720	\$1,087	0.3%	
Concessions	325	477	152	46.6%	
Investment Income	4,638	11,027	6,389	137.8%	
Miscellaneous	3,500	1,783	(1,717)	(49.1%)	
<b>Total Revenue</b>	<b>\$357,096</b>	<b>\$363,007</b>	<b>\$5,911</b>	<b>1.7%</b>	

Note: Numbers may not add to totals due to rounding

# 2018 Maintenance and Operations – Fourth Quarter

(\$ thousands)	4th Qtr		Variance	
	Budget	Actual	\$	%
Payroll and Related Costs	\$41,822	\$41,719	(\$103)	(0.2%)
Group Insurance	9,897	7,988	(1,909)	(19.3%)
Contractual Services	23,860	21,505	(2,356)	(9.9%)
Materials/Operational Supplies/Other Expenses	2,134	2,633	499	23.4%
Utilities	2,224	640	(1,584)	(71.2%)
All Other Insurance	2,927	1,959	(967)	(33.0%)
Parts and Fuel	1,841	2,954	1,114	60.5%
Equipment/Office Rental and Maintenance	8,400	6,353	(2,047)	(24.4%)
Other Miscellaneous Expenses	280	216	(64)	(23.0%)
Recovery of Expenses	(635)	(672)	(37)	(5.8%)
<b>Total Maintenance and Operations Expenditures</b>	<b>\$92,750</b>	<b>\$85,296</b>	<b>(\$7,454)</b>	<b>(8.0%)</b>

Note: Numbers may not add to totals due to rounding

# 2018 Capital Program – Fourth Quarter

(\$ thousands)	4th Qtr		Variance	
	October Revised Estimate	Actual	\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$91,853	\$96,456	\$4,603	5.0%
Reagan Memorial Tollway (I-88)	39,764	33,003	(6,761)	(17.0%)
Jane Addams Memorial Tollway (I-90)	8,374	2,564	(5,811)	(69.4%)
Veterans Memorial Tollway (I-355)	33,180	34,830	1,651	5.0%
Systemwide Improvements	117,377	67,162	(50,214)	(42.8%)
Tri-State Tollway (I-294)/I-57 Interchange	106	46	(61)	(56.9%)
Elgin O'Hare Western Access	160,700	45,543	(115,157)	(71.7%)
Other Emerging Projects	2,969	2,217	(752)	(25.3%)
<b>Move Illinois and CRP Subtotal</b>	<b>\$454,323</b>	<b>\$281,821</b>	<b>(\$172,502)</b>	<b>(38.0%)</b>
<b>Agreement Reimbursement and other Adjustments</b>	<b>-</b>	<b>(2,992)</b>	<b>(2,992)</b>	<b>-</b>
<b>Total Capital Program Expenditures</b>	<b>\$454,323</b>	<b>\$278,829</b>	<b>(\$175,494)</b>	<b>(38.6%)</b>

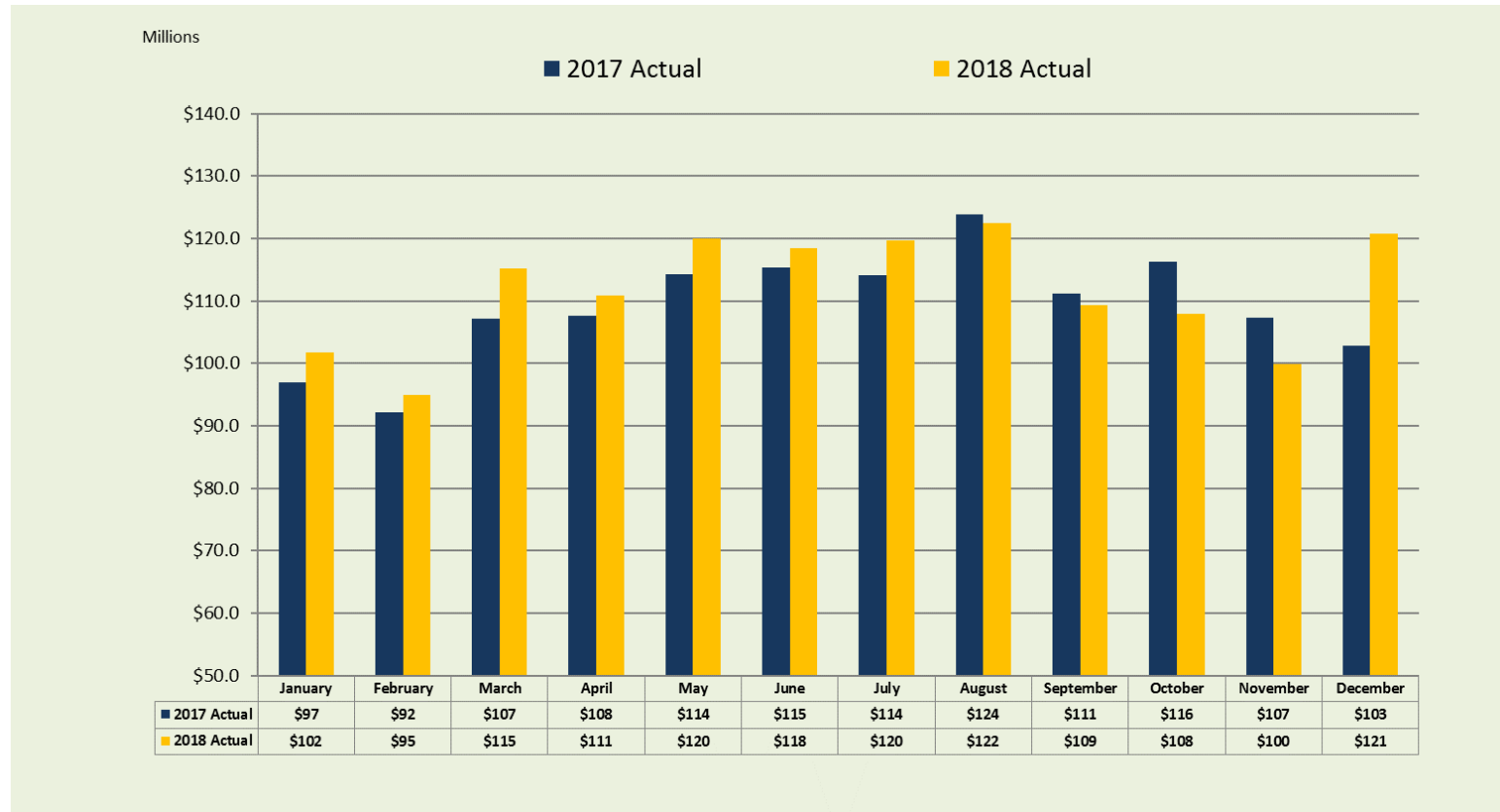
Note: Numbers may not add to totals due to rounding

# Revenue – 2018 vs. 2017

(\$ thousands)	YTD		Variance	
	2017	2018	\$	%
Toll Revenue and Evasion Recovery	\$1,374,829	\$1,418,087	\$43,258	3.1%
Concessions	2,299	2,152	(147)	(6.4%)
Investment Income	13,947	34,389	20,442	146.6%
Miscellaneous	10,742	10,076	(666)	(6.2%)
<b>Total Revenue</b>	<b>\$1,401,818</b>	<b>\$1,464,704</b>	<b>\$62,886</b>	<b>4.5%</b>

Note: Numbers may not add to totals due to rounding

# Monthly Toll Revenue – 2018 vs. 2017



Note: Numbers may not add to totals due to rounding

Presented by Mike Colsch on March 21, 2019





# Maintenance and Operations – 2018 vs. 2017

(\$ thousands)	2017	2018	Variance	
			\$	%
Payroll and Related Costs	\$158,170	\$164,177	\$6,007	3.8%
Group Insurance	33,813	36,496	2,684	7.9%
Contractual Services	78,515	83,638	5,123	6.5%
Materials/Operational Supplies/Other Expenses	5,322	6,204	882	16.6%
Utilities	8,134	7,816	(318)	(3.9%)
All Other Insurance	7,499	7,313	(186)	(2.5%)
Parts and Fuel	6,020	7,206	1,186	19.7%
Equipment/Office Rental and Maintenance	23,433	24,746	1,314	5.6%
Other Miscellaneous Expenses	952	839	(113)	(11.9%)
Recovery of Expenses	(2,320)	(2,474)	(154)	(6.7%)
<b>Total Maintenance and Operations Expenditures</b>	<b>\$319,538</b>	<b>\$335,962</b>	<b>\$16,423</b>	<b>5.1%</b>

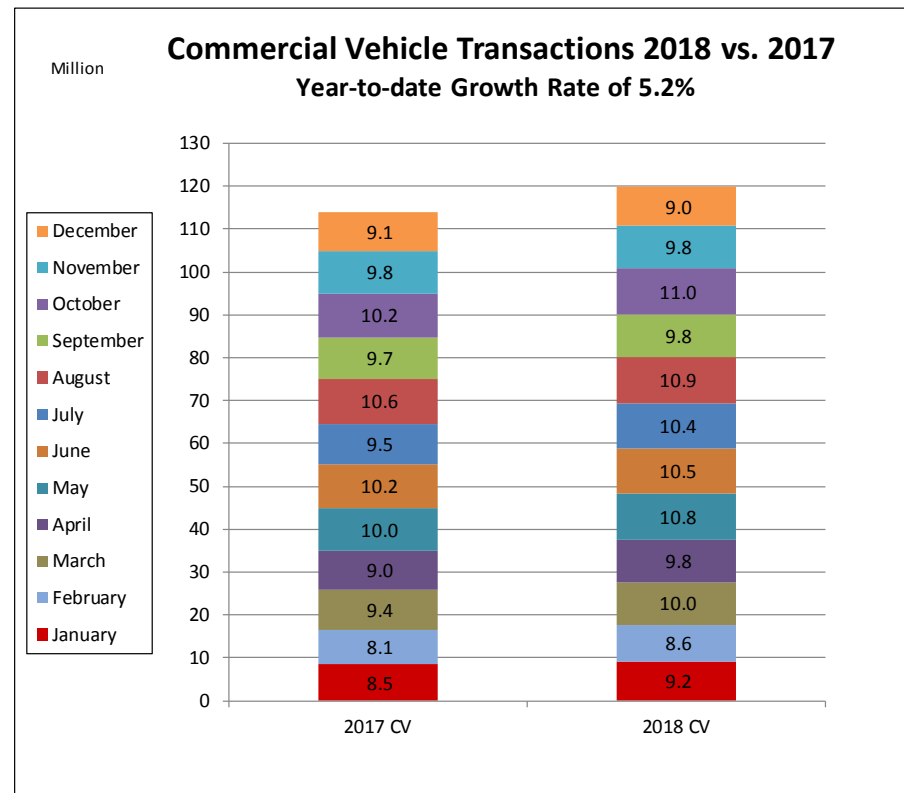
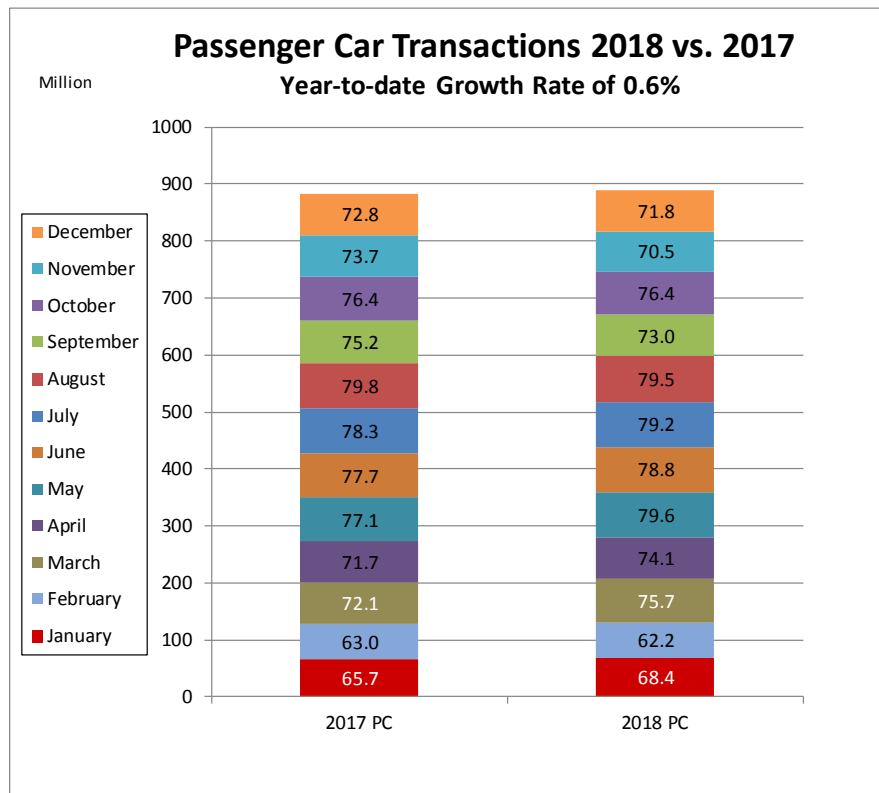
Note: Numbers may not add to totals due to rounding

# Capital Program – 2018 vs. 2017

(\$ thousands)	2017	2018	Variance	
			\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$44,396	\$226,932	\$182,536	(411.2%)
Reagan Memorial Tollway (I-88)	27,420	153,070	125,650	458.2%
Jane Addams Memorial Tollway (I-90)	160,701	38,818	(121,882)	(75.8%)
Veterans Memorial Tollway (I-355)	7,722	85,478	77,756	1007.0%
Systemwide Improvements	239,547	278,159	38,611	16.1%
Tri-State Tollway (I-294)/I-57 Interchange	859	314	(545)	(63.4%)
Elgin O'Hare Western Access	318,171	143,125	(175,046)	(55.0%)
Other Emerging Projects	2,479	8,252	5,772	232.8%
<b>Move Illinois &amp; CRP Subtotal</b>	<b>\$801,295</b>	<b>\$934,147</b>	<b>\$132,852</b>	<b>16.6%</b>
Agreement Reimbursements and Other Adjustments	(9,858)	(6,077)	\$3,781	(38.4%)
<b>Total Capital Program Expenditures</b>	<b>\$791,437</b>	<b>\$928,070</b>	<b>\$136,633</b>	<b>17.3%</b>



# 2018 vs. 2017 Transactions–Year over Year



Note: Numbers may not add due to rounding

Presented by Mike Colsch on March 21, 2019





THANK YOU

