

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

November 30, 2006

The Illinois State Toll Highway Authority met in regular session on Thursday, November 30, 2006 at approximately 10:20 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 Chairman John Mitola, which notice reads in words and figures as follows:

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

Governor Rod Blagojevich

Director Ronald Materick

Secretary Timothy Martin

Director Betty-Ann Moore

Director David Andalcio

Director George Pradel

Director James Banks

Director James Roof

Director Steven Harris

Director Carl Towns

Pursuant to the provisions of Article IV, Section 2 of the Code of By-laws of The Illinois State Toll Highway Authority, Notice is hereby given of the next meeting of the Illinois Tollway to be held on Thursday, November 30, 2006 at 10:00 a.m. in the Boardroom of the Administration Building in Downers Grove, Illinois.

John Mitola
Chairman

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

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

Present:

Chairman John Mitola
Director David Andalco (phone)
Director Jim Banks
Director Steven Harris
Director Betty-Ann Moore
Director George Pradel
Director James Roof
Director Carl Towns

Absent:

Governor Rod Blagojevich
Secretary Tim Martin
Director Ron Materick

Chairman Mitola then called for public comment and Mr. Twohig addressed the Board regarding the Governor's name being on the overhead signs of the ORT lanes.

Chairman Mitola then called for a motion to approve the Minutes of the Board Meeting held on October 26, 2006. Director Banks moved for approval; seconded by Director Moore.

Chairman Mitola called for a voice vote, and there being "Ayes" and no "Nays", declared the motion carried.

Chairman Mitola then recognized Mr. Chief Dailey for being named the "Government Civil Engineer of the Year" by the American Society of Civil Engineers, Illinois Section. This appears in the Appendage as Resolution No. 17460.

Chairman Mitola called for a motion adopting said resolution. Director Banks moved for adoption; seconded by Director Pradel.

Chairman Mitola called for a voice vote, and there being "Ayes" and no "Nays", declared the motion carried.

Chairman Mitola then called on the Acting Executive Director. Mr. Brian McPartlin stated that the Tollway was selected as a finalist for the

Bond Buyer deal of the year award and he thanked Finance for doing a great job.

Mr. McPartlin then stated that three people from the public attended the budget hearing and he thanked Chairman Mitola and Director Andalcio for attending.

Chairman Mitola stated, "I think it's a credit to the folks here. Our transparency is great. We have done an excellent job explaining why there is a tollway and how things get funded."

Mr. McPartlin then briefed the Board on a new program that has been launched on how to pay tolls on-line and an early analysis of traffic over the Thanksgiving holiday.

Chairman Mitola then called on the Chief of Information Technology. Mr. Ted Young requested adoption of the following:

Commercial Co-Location Tower Agreement at Plaza 23, with Fiber-Tower for an application fee of \$500.00 and a monthly fee of \$564.00. This appears in the Appendage as Resolution No. 17461.

Co-Location Agreement with the Village of Hoffman Estates, allowing the Village to install communications equipment upon the PL 10 radio tower. This appears in the Appendage as Resolution No. 17462.

Chairman Mitola call for a motion adopting said resolutions. Director Banks moved for adoption; seconded by Director Moore.

Chairman Mitola called for a voice vote, and there being "Ayes" and no "Nays", declared the motion carried.

Chairman Mitola then called on the Chief of Finance. Mr. Mike Colsch requested adoption of the following:

Approval of the Property Insurance Program with RSUI Indemnity Company and Chubb Insurance Co. through Mesirow Insurance Services. This appears in the Appendage as Resolution No. 17463.

Approval of the Employee Health Benefits Programs with Blue Cross/Blue Shield, in the estimated amount of \$19,360,000.00. This appears in the Appendage as Resolution No. 17464.

Approval to renew existing merchant card service contracts with Fifth Third Bank, American Express and Discover, in the amount of \$7,700,000.00. This appears in the Appendage as Resolution No. 17465.

Approval for payment of expenses related to the 2005 Financial and Compliance Audit in the amount of \$269,800.00. This appears in the Appendage as Resolution No. 17466.

Chairman Mitola called for a motion adopting Resolution No. 17463 and Resolution No. 17465. Director Andalcio moved for adoption; seconded by Director Roolf.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried. Director Harris abstained from voting on these resolutions.

Chairman Mitola then called for a motion adopting Resolution No. 17464 and Resolution No. 17466. Director Harris moved for adoption; seconded by Director Moore.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried.

Chairman Mitola then called on the Chief of Procurement. Ms. Rusty Castillo requested adoption of the following:

Award of Contract 06-0140 to Enterprise Oil Company for Re-refined Motor Oil, in the amount of \$60,000.00. This appears in the Appendage as Resolution No. 17467.

Renewal of Contract 05-0114 to Component Products, Incorporated for Light Pole Breakaway Couplings, from \$34,000.00 by \$30,000.00 to \$64,000.00. This appears in the Appendage as Resolution No. 17468.

Award of Contract 06-0204 to Silk Screen Express, Incorporated for Uniforms, in the amount of \$252,510.00. This appears in the Appendage as Resolution No. 17469.

Award of Contract 06-0041 to Builders Chicago Corporation for Labor and Replacement Parts to Repair Overhead Doors, in the amount of \$67,000.00. This appears in the Appendage as Resolution No. 17470.

Dollar Limit Increase and Extension of Contract 05-0072 to Precision Control Systems of Chicago Incorporated for HVAC Control Alarm System, from \$710,260.00 by \$47,100.00 to \$757,360.00. This appears in the Appendage as Resolution No. 17471.

Chairman Mitola called for a motion adopting said resolutions. Director Moore moved for adoption; seconded by Director Roof.

Chairman Mitola called for a voice vote, and there being "Ayes" and no "Nays", declared the motion carried.

Chairman Mitola then called on the Chief of Operations. Ms. Karen Burke stated that her item would be discussed in Executive Session. This item appears in the Appendage as Resolution No. 17472.

Chairman Mitola then called for a motion adopting an Award of Contract RR-02-5115 to Plote Construction, Inc. for Widening and Reconstruction on the Northbound Tri-State Tollway (I-294) from Milepost 41.3 (Devon) to Milepost 42.8 (North of Touhy Avenue), in the amount of \$54,531,970.30. This appears in the Appendage as Resolution No. 17473.

Director Banks moved for adoption; seconded by Director Moore.

Chairman Mitola called for a voice vote, and there being "Ayes" and no "Nays", declared the motion carried. Director Roof abstained from voting on the Award.

Chairman Mitola then called for a motion adopting the following:

Award of Contract I-06-8973 to Walsh Construction Company of Illinois for Bridge Substructure Widening and Retaining Walls, Grading and Drainage on the Tri-State Tollway from Milepost 11.13 (Cal-Sag Channel) to Milepost 15.53

(111th Street), in the amount of \$25,332,120.89. This appears in the Appendage as Resolution No. 17474.

Award of Contract I-06-8976 to Walsh Construction Company of Illinois for Bridge Substructure Widening and Retaining Walls, Grading and Drainage on the Tri-State Tollway from Milepost 15.53 (north of 111th Street) to Milepost 17.08 (south of 95th Street), in the amount of \$16,718,457.88. This appears in the Appendage as Resolution No. 17475.

Award of Contract RR-06-9961 to Divane Brothers Electric Company for Wireless CCTV Installation and Integration on the South Tri-State Tollway from Milepost 0.0 (Calumet Expressway) to Milepost 24.3 (I-394 & I-55), in the amount of \$1,788,675.00. This appears in the Appendage as Resolution No. 17476.

Award of Contract RR-06-9962 to Western Remac, Inc. for Sign Installation, Systemwide, in the amount of \$1,480,373.50. This appears in the Appendage as Resolution No. 17477.

Proposal from Christopher B. Burke Engineering on Contract I-06-5213 for Master Plan Development and Environmental Documents for the Tri-State Tollway, Northbound Exit Ramp at Milepost 40 (Balmoral Avenue), in the amount of \$829,295.00. This appears in the Appendage as Resolution No.17478.

Proposal from Wight & Company on Contract RR-06-5390 for Design Upon Request, Systemwide, in the amount of \$2,000,000.00. This appears in the Appendage as Resolution No. 17479.

Proposal from Great Lakes Soil & Environmental Consultants on Contract RR-06-5397 for Quality Assurance Testing, Systemwide, in the amount of \$1,000,000.00. This appears in the Appendage as Resolution No. 17480.

Proposal from CH2M Hill on Contract I-06-5435, for Master Plan Development on the Northwest Tollway, Milepost 0 (Kennedy Expressway) to Milepost 5.5 (Oakton Street), in the amount of \$2,262,533.54. This appears in the Appendage as Resolution No. 17481.

Proposal from American Consulting Engineers on Contract I-06-5436, for Master Plan Development for the Northwest Tollway from Milepost 5.5 (Oakton

Street) to Milepost 10.6 (IL Route 53), in the amount of \$1,690,392.30. This appears in the Appendage as Resolution No. 17482.

Proposal from Civiltech on Contract I-06-5438 for Master Plan Development for the Northwest Tollway from Milepost 10.6 (IL Route 53) to Milepost 18 (Higgins Road), in the amount of \$1,835,500.71. This appears in the Appendage as Resolution No. 17483.

Proposal from Knight Engineers on Contract I-06-5439 for Master Plan Development for the Northwest Tollway from Milepost 18 (Higgins Road) to Milepost 25.0 (Elgin Plaza), in the amount of \$1,826,289.54. This appears in the Appendage as Resolution No. 17484.

Proposal from Crawford, Murphy & Tilly on Contract I-06-5454 for Design Contract for the Reagan Memorial Tollway from Milepost 131.9 to Milepost 137.0, in the amount of \$1,841,358.75. This appears in the Appendage as Resolution No. 17485.

Proposal from Patrick Engineering on Contract RR-06-9950 for Infrastructure Management Services for 2006/2007, Systemwide, in the amount of \$487,900.00. This appears in the Appendage as Resolution No. 17486.

Change Order and Extra Work Order on Contract RR-01-8941 to FHP Tectonics Corporation for Roadway and Bridge Widening & Reconstruction on the Tri-State Tollway from Milepost 4.07 (171st Street) to Milepost 5.39 (167th Street), in the amount of \$0. This appears in the Appendage as Resolution No. 17487.

Change Order and Extra Work Order on Contract I-05-5327 to Lighting Solutions, Inc. for Equipment Support Structures, Systemwide, from \$7,520,120.00 by \$1,437,744.00 to \$8,957,864.00. This appears in the Appendage as Resolution No. 17488.

Director Harris moved for adoption; seconded by Director Roof.

Chairman Mitola called for a voice vote and there being “Ayes” and no “Nays”, declared the motion carried.

Chairman Mitola then called for a motion adopting a Change Order and Extra Work Order on Contract I-05-5372 to Rockford Blacktop Construction Co.

& Sjostrom & Sons JV, for Open Road Tolling at Plaza 66 (DeKalb), on the Reagan Memorial Tollway from Milepost 85.1 to Milepost 87.6 and from Milepost 87.8 to Milepost 93.8, from \$35,482,644.94 by \$531,000.00 to \$36,013,644.94. This appears in the Appendage as Resolution No. 17489.

Director Roolf moved for adoption; seconded by Director Banks.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried. Director Towns abstained from voting on this Change Order and Extra Work Order.

Chairman Mitola then called for a motion adopting the following:

Change Order and Extra Work Order on Contract I-05-5337 to Lorig Construction Company for Open Road Tolling at Plaza 17 (Devon), on the Northwest Tollway from Milepost 0.9 to Milepost 2.4, from \$43,771,077.23 by \$704,332.60 to \$44,475,409.83. This appears in the Appendage as Resolution No. 17490.

Change Order and Extra Work Order on Contract I-05-7714 to Lorig Construction Company for Paving, Bridges, Lighting and Signing on the North-South Tollway from Milepost 11.1 to Milepost 13.5, from \$49,368,019.41 by \$285,000.00 to \$49,653,019.41. This appears in the Appendage as Resolution No. 17491.

Partial Release of Retainage on Contract RR-04-9920 to Thomas M. Madden & Company for Ramp Plaza Lane Improvement on the Reagan Memorial Tollway, Plaza 59 (Farnsworth), at Milepost 119.3, and on the Northwest Tollway, Plaza 11 (IL Route 31), at Milepost 24.2, in the amount of \$90,153.45. This appears in the Appendage as Resolution No. 17492.

Partial Release of Retainage on Contract RR-04-5210 to Western Remac for Roadway Signing, Systemwide, in the amount of \$28,240.02. This appears in the Appendage as Resolution No. 17493.

Partial Release of Retainage on Contract RR-01-8941 to FHP Tectonics for South Tri-State Widening & Reconstruction from Milepost 4.07 (Lee Street) to Milepost 5.39 (167th Street), in the amount of \$2,000,000.00. This appears in the Appendage as Resolution No. 17494.

Partial Release of Retainage on Contract I-05-5334 to Lorig Construction Company for Open Road Tolling on the Tri-State Tollway, Plaza 33 (Irving Park Road), from Milepost 38.3 to Milepost 39.2, in the amount of \$434,987.86. This appears in the Appendage as Resolution No. 17495.

Partial Release of Retainage on Contract I-05-5335 to Walsh Construction Company of Illinois for Open Road Tolling on the Tri-State Tollway, Plaza 35 (Cermak Road), from Milepost 29.2 to Milepost 30.6, in the amount of \$1,408,469.43. This appears in the Appendage as Resolution No. 17496.

Director Banks moved for adoption; seconded by Director Roof.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried.

Chairman Mitola then called for a motion adopting the Partial Release of Retainage on Contract RR-05-5310 to Plote Construction for Open Road Tolling on the Tri-State Tollway, Plaza 21 (Waukegan), from Mile Post 72.8 to Milepost 74.2, in the amount of \$25,650.39. This appears in the Appendage as Resolution No. 17497.

Director Towns moved for adoption; seconded by Director Banks.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried. Director Roof abstained from voting on this item.

Chairman Mitola then requested adoption of the following:

Acquisition of eight (8) parcels for Contract I-05-5453 for the reconstruction and lane widening on the Reagan Memorial Tollway from York Road to IL Route 83, in an amount not to exceed \$2,500,000.00. This appears in the Appendage as Resolution No. 17498.

Permit TS-06-25 to US Signal Company LLC for the installation, operation and maintenance of a fiber optic cable crossing the Tri-State Tollway underground and along the south side of Sanders Road. Fee will be \$1,000.00. This appears in the Appendage as Resolution No. 17499.

Permit TS-06-26 to US Signal Company LLC for the installation, operation and maintenance of a fiber optic cable crossing the Tri-State Tollway underground near the south side of 88th Avenue. Fee will be \$1,000.00. This appears in the Appendage as Resolution No. 17499.

Permit NS-06-27 to the Village of Woodridge for the installation, operation and maintenance of a publicly owned sanitary sewer which is located off the Tollway right-of-way, west of the North-South Tollway at 63rd Street. Fee is not required. This appears in the Appendage as Resolution No. 17499.

Amendment to Resolution No. 16942 to reallocate funds from Adesta to pay for the relocation of facilities by AT&T/SBC, in the amount of \$35,000.00. This appears in the Appendage as Resolution No. 17500.

Amendment to Resolution No. 16964 to reallocate ancillary cost funds from Commonwealth Edison to Adesta for the relocation of fiber optic cable for Plazas 52, 54 and 55, in the estimated amount of \$5,000.00. This does not change the bottom line contract amount of \$32,087,573.00. This appears in the Appendage as Resolution No. 17501.

Amendment to Resolution No. 16926 to include ancillary costs to Adesta for the relocation of fiber optic cable at Plaza 29, in the estimated amount of \$150,000.00. This appears in the Appendage as Resolution No. 17502.

Director Roolf moved for adoption; seconded by Director Moore.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried.

Chairman Mitola then called on the General Counsel. Mr. Tom Bamonte requested adoption of the following:

Approval of an Intergovernmental Agreement with the County of DuPage. This appears in the Appendage as Resolution No. 17503.

Approval of a General Utility Reimbursement Agreement with Level (3) Communications, LLC. This appears in the Appendage as Resolution No. 17504.

Approval of an Intergovernmental Agreement with Boone County. This appears in the Appendage as Resolution No. 17505.

Agreement with DuPage County to allow the District 15 two-way radios to access the DuPage County Interoperable Radio System. This appears in the Appendage as Resolution No. 17506.

Chairman Mitola called for a motion adopting said resolutions. Director Banks moved for adoption; seconded by Director Andalcio.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried.

Mr. Bamonte then requested that the Board enter into Executive Session pursuant to Section 2 (c) (11) of the Open Meetings Act to discuss current and pending litigation.

(Whereupon the Board entered into Executive Session to discuss litigation matters)

Mr. Bamonte then requested adoption of the following:

Award of Contract 06-0164 for the Consolidated Customer Service and Fulfillment Center to TransCore LP, in an amount not to exceed \$29,509,870.00. This appears in the Appendage as Resolution No. 17472.

Resolution approving early termination of Contract MIP-98-5691 (ITCS). This appears in the Appendage as Resolution No. 17507.

Chairman Mitola stated “As the contract process moves forward on the Consolidated Customer Service and Fulfillment Center, the Board would like weekly updates, in writing, so they can be assured before execution that the contract has the performance metrics discussed.”

Chairman Mitola called for a motion adopting said resolutions. Director Moore moved for adoption; seconded by Director Towns.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried.

There being no further business, Chairman Mitola called for a motion to adjourn. Director Banks moved to adjourn; seconded by Director Towns.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried.

Meeting adjourned at approximately 11:25 a.m.

Secretary
The Illinois State Toll Highway Authority