

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

November 20, 2008

The Illinois State Toll Highway Authority met in regular session on Thursday, November 20, 2008 at approximately 10:10 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 Steven Harris

Secretary Milton Sees

Director Betty-Ann Moore

Director David Andalcio

Director George Pradel

Director Jim Banks

Director Jim Roof

Director Thomas Canham

Director Carl Towns

Pursuant to the requirements of the Authority's By-Laws, Notice is hereby given of the Regular Board Meeting of the Authority to be held on **Thursday, November 20, 2008 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 the 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 Andalcio
Director Jim Banks
Director Tom Canham
Director Steven Harris
Director Betty-Ann Moore
Director Jim Roolf
Director Carl Towns

Absent:

Governor Rod Blagojevich
Secretary Milton Sees
Director George Pradel

Chairman Mitola stated that individuals were present who wanted to speak during the Public Comment section of the Agenda. He then called on Mr. Ed Paesel, Executive Director of the South Suburban Mayor's and Manager's Association.

Mr. Paesel thanked the Board for all the improvements that were done in the south suburban area. He stated, "The proposal today continues in that vein and we support the proposal before you today. We are interested in the I-57/I-294 interchange portion but we do support the entire proposal."

Chairman Mitola then called on Mayor Tom Murawski of Midlothian. Mayor Murawski stated that he applauded and supported this organization and was particularly interested in the I-57 Interchange. He said the funding for that project would be worked out.

Mr. Einar Forsman read a letter from the Rockford Chamber of Commerce in support of the Tomorrow's Transportation Today Program.

Mr. Jim Ryan of the City of Rockford stated that Mayor Morrissey also supports Phase 2 of the Congestion Relief Plan. Mr. Ryan went on to say that the Plan will play a critical role in providing continued congestion relief and this agency should be commended for being proactive regarding financing and the environment. Rockford has never had the support that they have received from this Board and agency. They support TTT and urge the Tollway to move forward to begin its implementation.

Chairman Mitola then called on Mr. Rob Sherman. Mr. Sherman stated, “I want to be allowed to be an integral part of the TTT project so I can raise certain concerns or objections. I’d like the Board to reject the Green Lanes if they don’t have the effect you think they might. If we go from 4 lanes to 3 lanes you will have massive bottlenecks. I’m also concerned that you will have traffic going 70-75 in the green lane and everyone will be stuck in other lanes. They will want to pull-out and there will be crashes. Regarding the Interchange at 290 and Route 53, the concept to redesign the interchange will not solve the problem because the problem is you don’t have enough capacity on the Jane Addams. Until you make it 4 lanes you will still have back-ups. You have to widen that roadway. I would like to be a part of the green lanes so the concerns I have can be addressed.”

Mr. Richard Pike from Allstate then stated, “We have \$9,000 employees and we support any initiative you bring regarding congestion and reducing the impact on the environment. Please take the opportunity to look at different types of initiatives that have been tried in other states and learn from some of their mistakes. We will do anything we can to help the Board. We want you to avoid the green lanes. It has been tried in California and hasn’t worked.”

Mr. Jeff Wilmarth from Silver Arrow Express in Rockford was the next to speak. “I’m here to fully support the Congestion Relief Plan. I think it’s critical that the Interchange at I-90/290 be improved. We believe that everything you’ve done has been wonderful. We do need help with Irene and Prairie Crossing.”

Mr. Steve Nailor, Chairman of Rockford-Winnebago County, stated “I want to thank the Tollway Board, Chairman, Directors Towns and Andalcio for removing the toll booth at Cherry Valley. Phase II of the Congestion Relief Program will continue to create jobs and stimulate the economy. Prairie Crossing and Irene Road will enhance the moving of traffic and congestion. We ask that you continue what you’re doing in our region.”

Ms. Emily Tapia from the Metropolitan Planning Council (MPC) said, “We support the congestion relief program. The proposed green lanes cannot do it all. Increase bus service, reduce congestion and make a cleaner environment. The green lanes are what the region needs so people have a higher quality of life.”

Chairman Mitola then called for a motion adopting the Minutes of the Regular Board Meeting held on October 30, 2008.

Director Banks moved for adoption; seconded by Director Harris.

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

Chairman Mitola then welcomed Mr. Jeff Dailey as the Executive Director.

Mr. Dailey thanked the Board for their support and stated “it’s a privilege to serve as the Executive Director of the Illinois Tollway.”

Mr. Dailey then briefed the Board on road construction.

Messrs. Colsch, Kovacs and King then gave a brief presentation on the TTT Plan and discussed how it was received at the public hearings.

Chairman Mitola briefed the Board on these hearings and the TTT Plan. He stated, “It has been a solid process. What has been proposed is the idea to keep ahead of what is anticipated by the MPC and to keep growing. The region already experiences a high problem of congestion. We have satisfied some of those things with our current improvements but we also know you cannot build yourself out of congestion.”

“We have a lot to learn on green lanes but anyone can understand that we have to do something different instead of just laying more concrete. The interchange improvements at 294/I-57; we need to connect these roads. I-290/53 interchange needs to be redesigned. The Tollway has been looking into Interchanges at Route 47/I-88 and Route 47/I-90 for a long time. Regional economic development comes with the interchange.”

Chairman Mitola and the Board then discussed the resolution in depth and reiterated that the resolution provides the authorization to adjust rates up to the level that we approve today. That will give future Tollway administrations the ability to fine-tune the toll rates in the future and we do provide for downward adjustments also.

Director Roolf discussed the green lanes with regard to safety and also briefed the Board on discussions he’s had with the truckers explaining Phase 2. He also stated that he liked the phase-in of the rate increases and that we can adjust the commercial vehicle toll rate.

Director Canham thought we may be incorrectly marketing this plan as green lanes. We need to make clear to the communities that the biggest costs of this program are the interchanges.

Chairman Mitola stated that the engineering and business plans of Phase II will be fine-tuned and we will ease into the green lanes because we want them to work.

Director Andalcio stated that he's heard from industry, commerce, local businesses, and government agencies and they all support the plan because it will create jobs.

Director Moore wants to see a pilot program and stated that the Tollway has to continue to be creative. One thing that concerns her is that some of the resistance on the part of the truckers is that they feel this is just a false ceiling and if the economy doesn't improve we might have to raise that ceiling.

Chairman Mitola stated that these rates will hold for 10 years. The resolution lays out where rates can go to and that's binding. For rates to change we would have to go through the hearing process. The Executive Director can make recommended changes pursuant to the Trust Indenture but the Board has an obligation to look at rates to see if they should be raised or can be lowered. There must be flexibility. If the benefit predicted is not delivered some of those rate increases should be deferred.

Chairman Mitola then called for a motion adopting Tomorrow's Transportation Today Capital Plan and Toll Rate Schedule. This appears in the Appendage as Resolution No. 18516.

Director Banks moved for adoption; seconded by Director Harris.

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 Information Technology. Mr. Ted Young requested adoption of an Intergovernmental Co-location Agreement with DuPage County 911. This appears in the Appendage as Resolution No. 18517.

Chairman Mitola called for a motion adopting said Co-location Agreement. 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.

Chairman Mitola then called on the Chief of Finance. Mr. Mike Colsch stated that Items 5.2/2 and 5.2/4 on the agenda have been deferred until next month. Items 5.1/1, 5.1/3 and 5.1/5 were discussed in the Finance-Administration Committee Meeting and placed on the Consent Agenda.

Chairman Mitola called for a motion adopting the Property Insurance Program with RSUI Indemnity Company and Chubb Insurance Co. through Mesirow Insurance Services. This appears in the Appendage as Resolution No. 18518.

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 Harris abstained from voting on the Property Insurance Program.

Chairman Mitola then called for a motion adopting the following:

Approval of the Early Redemption of the 1993 Series B Bonds. This appears in the Appendage as Resolution No. 18519.

Approval of the renewal of the Liquidity Agreement for the 1998 Series B Bonds. This appears in the Appendage as Resolution No. 18520.

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. Mr. Albert Murillo stated that Item 5.3/2 was pulled from the agenda. All other items were discussed in detail at the Finance-Administration Committee Meeting and put on the Consent Agenda.

Chairman Mitola called for a motion adopting the following resolutions:

Renewal of Contract 08-0064 to Energy Absorption Systems, Incorporated for Attenuator Crash Cushions by \$240,000 from \$150,000 to \$390,000. This appears in the Appendage as Resolution No. 18521.

Dollar Limit Increase on Contract 07-0143 to Minnesota Mining & Manufacturing d/b/a 3M Traffic Control Material Division for Reflective Sheeting, by \$430,000 from \$570,000 to \$1,000,000. This appears in the Appendage as Resolution No. 18522.

Award of Contract 08-0225 to Crossroads Ford Truck Sales for Truck, Cab and Chassis with Utility Body, in the amount of \$35,906.00. This appears in the Appendage as Resolution No. 18523.

Award of Contract 08-0234 to Landmark Ford, Incorporated for Truck, Cab and Chassis with Aluminum Body and Hydraulic Railgate, in the amount of \$139,845.52. This appears in the Appendage as Resolution No. 18524.

Renewal of Contract 07-0057 to Cullen, Incorporated d/b/a Cullen & Associates for Legislative Liaison Services by \$84,000 from \$132,800 to \$216,800. This appears in the Appendage as Resolution No. 18525.

Amendment to Resolution No. 18354 changing De La Rue Cash Systems, Incorporated to Talaris, Incorporated. This appears in the Appendage as Resolution No. 18526.

Emergency Affidavit to Sauer & Sons Caulking for Sealant Replacement at the front entrance of the Central Administration Building, in the amount of \$37,800. This appears in the Appendage as Resolution No. 18527.

Director Canham 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 Engineer. Mr. Paul Kovacs stated that all the Engineering items were discussed in the Engineering-Planning Committee Meeting and placed on the Consent Agenda.

Chairman Mitola then called for a motion adopting the following resolutions:

Award of Contract RR-08-5561 to GFS Fence, Guardrail & Signage, Inc. for Roadway Signage Upon Request, Systemwide, in the amount of \$1,835,942.40. This appears in the Appendage as Resolution No. 18528.

Proposal from Applied Research Associates, Inc. for Supplemental Pavement Management Services, Systemwide, on Contract RR-06-9092, by \$1,750,000 from \$3,730,000 to \$5,480,000. This appears in the Appendage as Resolution No. 18529.

Proposal from S.T.A.T.E. Testing, LLC for Supplemental Quality Assurance Testing, Systemwide, on Contract RR-06-5388, by \$250,000 from \$1,800,000 to \$2,050,000. This appears in the Appendage as Resolution No. 18530.

Change Order on Contract I-07-5245 to Walsh Construction Company of Illinois for Widening and Reconstruction on the Tri-State Tollway (I-294) Southbound from Milepost 48.3 (Willow Road) to Milepost 52.9 (Lake-Cook Road), by \$320,000 from \$39,742,620.93 to \$40,062,620.93. This appears in the Appendage as Resolution No. 18531.

Extra Work Order on Contract I-06-5518 to Martam Construction, Inc. for Reconstruction and Widening on the Reagan Memorial Tollway (I-88) from Milepost 137.8 to Milepost 139.1 (22nd Street between McDonald Drive and Salt Creek), by \$355,537.98 from \$10,400,031.99 to \$10,755,569.97. This appears in the Appendage as Resolution No. 18532.

Partial Release of Retainage on Contract I-06-8968 to Walsh Construction Company of Illinois for Reconstruction and Widening on the Southbound Tri-State Tollway (I-294) from Milepost 6.11 (159th Street) to Milepost 9.05 (Kedzie Avenue), in the amount of \$781,175.33. This appears in the Appendage as Resolution No. 18533.

Partial Release of Retainage on Contract I-06-8971 to K-Five Construction Corporation for Widening and Reconstruction on the Southbound Tri-State Tollway (I-294) from Milepost 9.05 (Kedzie Avenue) to Milepost 10.85 (Cal-Sag Channel), in the amount of \$662,200.06. This appears in the Appendage as Resolution No. 18534.

Partial Release of Retainage on Contract I-06-8974 to K-Five Construction Corporation for Reconstruction and Widening on the Southbound Tri-State Tollway (I-294) from Milepost 11.13 (Cal-Sag Channel) to Milepost 15.53 (111th Street), in the amount of \$1,066,972.80. This appears in the Appendage as Resolution No. 18535.

Partial Release of Retainage on Contract I-06-8977 to Walsh Construction Company of Illinois for Reconstruction and Widening on the Southbound Tri-State Tollway (I-294) from Milepost 15.53 (111th Street) to Milepost 18.07 (95th Street), in the amount of \$930,939.49. This appears in the Appendage as Resolution No. 18536.

Final Release of Retainage on Contract RR-02-5116 to Lorig Construction Company for Widening and Reconstruction on the Northbound Tri-State Tollway (I-294) from Milepost 42.2 (Touhy Avenue) to Milepost 44.5 (Dempster Street), in the amount of \$250,000. This appears in the Appendage as Resolution No. 18537.

Final Release of Retainage on Contract RR-02-5214 to Lorig Construction Company for Widening and Reconstruction on the Northbound Tri-State Tollway (I-294) from Milepost 40.2 (Balmoral Avenue) to Milepost 41.3 (Devon Avenue), in the amount of \$380,000. This appears in the Appendage as Resolution No. 18538.

Final Release of Retainage on Contract I-07-5224 to Sjostrom & Sons, Inc. for Bridge Reconstruction on the Tri-State Tollway (I-94) at Milepost 67.1 (Belvidere Road/IL Route 120), in the amount of \$404,109.82. This appears in the Appendage as Resolution No. 18539.

Final Release of Retainage on Contract I-06-5519 to Herlihy Mid-Continent Company for Advance Work and Bridge Rehabilitation on the Reagan Memorial Tollway (I-88) from Milepost 131.9 (I-355) to Milepost 137.2 (IL Route 83), in the amount of \$147,123.98. This appears in the Appendage as Resolution No. 18540.

Final Release of Retainage on Contract RR-07-5524 to Fisher Excavating, Inc. for Culvert Repairs on the Jane Addams Memorial Tollway (I-90) from Milepost 34.65 (Hennig Road) to Milepost 41.84 (Getty Road), in the amount of \$78,240.64. This appears in the Appendage as Resolution No. 18541.

Final Release of Retainage on Contract RR-08-5548 to Lakes & Rivers Contracting, Inc. for Repairs to Bridges 253 and 257, and Culvert 247C on the Tri-State Tollway (I-294) from Milepost 24.5 (I-55 Ramps) to Milepost 26.5 (47th Street), in the amount of \$34,037.91. This appears in the Appendage as Resolution No. 18542.

Final Release of Retainage on Contract RR-08-5551 to GFS Fence/Access Control (JV) for Access Control Fence Replacement on the Reagan Memorial Tollway (I-88) and the Jane Addams Memorial Tollway (I-90), in the amount of \$131,187.91. This appears in the Appendage as Resolution No. 18543.

Final Release of Retainage on Contract RR-07-9011 to Maintenance Coatings Company for Pavement Marking Striping, Systemwide, in the amount of \$103,174.93. This appears in the Appendage as Resolution No. 18544.

Permit EW 08-35 to Kentucky Data Link, Inc. for the installation, maintenance and operation of fiber optic facilities on the Reagan Memorial Tollway (I-88) at Milepost 123.4 (IL Route 59). Fee will be \$1,000. This appears in the Appendage as Resolution No. 18545.

Permit EW 08-38 to Kentucky Data Link, Inc. for the installation, maintenance and operation of fiber optic facilities on the Reagan Memorial Tollway (I-88) at Milepost 116.0 (Randall Road). Fee will be \$1,000. This appears in the Appendage as Resolution No. 18545.

Permit EW 08-41 to Kentucky Data Link, Inc. for the installation, maintenance and operation of fiber optic facilities on the Reagan Memorial Tollway (I-88) at Milepost 118.0 (Church Road). Fee will be \$1,000. This appears in the Appendage as Resolution No. 18545.

Permit NS 08-39 to Kentucky Data Link, Inc. for the installation, maintenance and operation of fiber optic facilities on the Veterans Memorial Tollway (I-355) at Milepost 16.0 (75th Street). Fee will be \$1,000. This appears in the Appendage as Resolution No. 18545.

Permit TS 08-40 to Kentucky Data Link, Inc. for the installation, maintenance and operation of fiber optic facilities on the Tri-State Tollway (I-294) at Milepost 51.0 (Dundee Road). Fee will be \$1,000. This appears in the Appendage as Resolution No. 18545.

Director Roolf moved for adoption of said resolutions; seconded by Director Canham.

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 stated that Law’s items were discussed in the Finance-Administration Committee Meeting and placed on the Consent Agenda.

Chairman Mitola then called for a motion adopting the following resolutions:

Intergovernmental Agreement with the Homer Township Road District. This appears in the Appendage as Resolution No. 18546.

Extension of the Agreement with Adesta LLC for the maintenance, management and marketing of the Tollway’s fiber optic system. This appears in the Appendage as Resolution No. 18547.

Intergovernmental Agreement with the Illinois Department of Transportation and the Lincolnshire Riverwoods Fire Protection District. This appears in the Appendage as Resolution No. 18548.

Intergovernmental Agreement with the Illinois Department of Transportation and the Village of Lincolnshire. This appears in the Appendage as Resolution No. 18549.

Intergovernmental Agreement with the Illinois Department of Transportation and the Village of Bannockburn. This appears in the Appendage as Resolution No. 18550.

Director Canham 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.

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

Meeting adjourned at approximately 11:40 a.m.

Secretary
The Illinois State Toll Highway Authority