

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

December 18, 2008

The Illinois State Toll Highway Authority met in regular session on Thursday, December 18, 2008 at approximately 10:40 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, December 18, 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 Tom Canham
Director Steven Harris
Director Betty-Ann Moore
Director George Pradel
Director Jim Roolf
Director Carl Towns

Absent:

Governor Rod Blagojevich
Secretary Milton Sees
Director Jim Banks

Chairman Mitola stated that individuals were present who wanted to speak during the Public Comment section of the Agenda. He then called on Mr. Dennis Twohig who stated that he would like the Governor's name removed from the signs over the ORT lanes.

Chairman Mitola then called on Ms. Lynn Stevens who briefed the Board on problems she has had with violations.

Chairman Mitola then called on Mr. Peter Arendovich. Mr. Arendovich lives at 135th and I-355 and would like noise decibel levels taken at his house.

Chairman Mitola instructed Mr. Rocco Zuccherro to give a report on this situation at the next Board Meeting.

Chairman Mitola then called on Ms. Mary Kramer from the Regional Transportation Authority. Ms. Kramer told the Board that the RTA was in favor of Phase II of the Congestion Relief Plan.

Chairman Mitola then called on Mr. Donald Schaefer from the Mid-West Truckers Association. Mr. Schaefer stated that the Association wants the Board to rescind approval of Phase II of the capital plan and associated toll rate increases on truckers.

Chairman Mitola then continued with the Agenda and called for a motion approving the Minutes of the Regular Board Meeting held on November 20, 2008. Director Towns 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 called for a motion approving the 2009 Meeting Schedule and the 2009 Holiday Schedule. Director Towns moved for approval; 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 stated, “Jeff Dailey submitted his resignation to me yesterday. He was concerned about constraints put on the Executive Director to work in their respective fields.”

Chairman Mitola called for a motion adopting a resolution appointing Dawn Catuara as Acting Executive Director. Director Andalcio moved for adoption; seconded by Director Moore. This appears in the Appendage as Resolution No. 18551.

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

Chairman Mitola then discussed Phase II of the Congestion Relief Plan. He stated that he has a strong belief in the need for this Interchange Improvement Program and congestion relief green lanes. He thanked everyone for their support affirming these investments and for the needs of the future.

Chairman Mitola then reviewed the timeline of the meetings and hearings of the planning group for Phase II over the past 21 months which was distributed to the Board.

The Board then discussed various aspects of the Phase II Capital Plan. The Chairman indicated that the Tollway would continue with planning work but would not implement any new plans until the Tollway had a new Executive Director and the Inspector General would conduct a review of the development of Phase II.

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

Commercial Tower Co-location Agreement at Plaza 28 with Verizon Wireless. This appears in the Appendage as Resolution No. 18552.

Commercial Co-Location Agreement at Plaza 29 with Verizon Wireless. This appears in the Appendage as Resolution No. 18553.

Amendment to existing Tower Co-location Agreement with Sprint - Nextel at Plaza 22. This appears in the Appendage as Resolution No. 18554.

Chairman Mitola called for a motion adopting said resolutions. Director Towns 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 Finance. Mr. Mike Colsch requested adoption of the following:

Resolution approving the Employee Health Benefit Programs with Health Care Services Corp/BlueCross/Blue Shield of Illinois, in the estimated amount of \$22,326,000. This appears in the Appendage as Resolution No. 18555.

Resolution related to the 2007 Series A-1 & A-2 and 2008 Series A-1 & A-2 Bonds. This appears in the Appendage as Resolution No. 18556.

Resolution related to the 1998 Series B Bonds. This appears in the Appendage as Resolution No. 18557.

Resolution approving the 2009 Final Budget. This appears in the Appendage as Resolution No. 18558.

Chairman Mitola called for a motion adopting said resolutions. Director Moore 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 Procurement. Mr. Albert Murillo stated that Procurement items were presented at the Finance and Administration Committee Meeting and placed on the Consent Agenda.

Chairman Mitola called for a motion adopting the following:

Award of Contract 08-0242 to Minnesota Mining and Manufacturing d/b/a 3M Traffic Control Material Division for Reflective Sheeting - O.R.T. Plaza Consistency Project, in the amount of \$75,525.00. This appears in the Appendage as Resolution No. 18559.

Renewal of Contract 06-0218 to Badger Truck Center for General Motors Parts, by \$70,000 from \$160,000 to \$230,000. This appears in the Appendage as Resolution No. 18560.

Renewal of Contract 07-0155 to Unisource Worldwide, Incorporated for Virgin & Recycled Bond & Copier Paper by \$52,000 from \$68,000 to \$120,000. This appears in the Appendage as Resolution No. 18561.

Renewal of Contract 08-0079 to Alamo Sales Corporation for Alamo Mower Parts, by \$22,500 from \$20,500 to \$43,000. This appears in the Appendage as Resolution No. 18562.

Dollar Limit Increase on Contract 08-0058 to Prairie International Truck, Incorporated for Snow Plow Trucks, by \$1,950,748 from \$2,142,381 to \$4,093,129. This appears in the Appendage as Resolution No. 18563.

Award of Contract 08-0154 to Prairie International Truck, Incorporated for Truck, Cab and Chassis with Aerial Lift in the amount of \$250,647. This appears in the Appendage as Resolution No. 18564.

Amendment to Resolution No. 18523 changing the vendor from Crossroads Ford Truck Sales to Landmark Ford, Incorporated and increasing the contract amount by \$1,777. This appears in the Appendage as Resolution No. 18565.

Amendment to Resolution No. 18524 changing the vendor from Landmark Ford, Incorporated to Morrow Brothers Ford, Incorporated and the upper limit of compensation to \$133,560. This appears in the Appendage as Resolution No. 18566.

Renewal of Contract 07-0217 to Heintz Electric Company for Light Pole Breakaway Couplings by \$13,820 from \$26,180 to \$40,000. This appears in the Appendage as Resolution No. 18567.

Renewal of Contract 08-0011 to Turek & Sons LLC for Industrial Supplies by \$26,000 from \$25,000 to \$51,000. This appears in the Appendage as Resolution No. 18568.

Director Roolf moved for adoption; 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 Chief Engineer. Mr. Paul Kovacs stated, “I want the Board to know that Engineering respects everyone’s opinion and we work with all the neighbors along the system but we also know that we are not allowed to spend a dollar without me presenting it to you. If anything was not in accordance with our policy, I would not bring it to you. Mr. Arendovich’s comments will also be looked at again.”

Mr. Kovacs then stated that all Engineering items were discussed at the Engineering-Planning Committee Meeting and placed on today’s Consent Agenda.

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

Award of Contract I-06-5462 to James McHugh Construction Company for Roadway Reconstruction and Widening on the Westbound Reagan Memorial Tollway (I-88) from Milepost 114.0 (Deerpath Road) to Milepost 118.3 (Mitchell Road), in the amount of \$31,493,786.82. This appears in the Appendage as Resolution No. 18569.

Award of Contract I-08-5495 to Walsh Construction Company of Illinois/K-Five Construction Corporation (JV) for Reconstruction and Widening on the Eastbound Reagan Memorial Tollway (I-88) from Milepost 131.9 (Finley Road) to Milepost 137.0 (IL Route 83), in the amount of \$29,677,777.00. This appears in the Appendage as Resolution No. 18570.

Award of Contract I-08-5562 to Builders Chicago Corporation for Miscellaneous Toll Plaza Improvements on the Jane Addams Memorial Tollway (I-90); the Reagan Memorial Tollway (I-88) and the Veterans Memorial Tollway (I-355), in the amount of \$896,982.69. This appears in the Appendage as Resolution No. 18573.

Proposal from HNTB Corporation for Supplemental Program Management Organization (PMO) Services, Systemwide, on Contract RR-05-5485 by \$14,999,744 from \$42,917,467 to \$57,917,211. This appears in the Appendage as Resolution No. 18574.

Proposal from Consoer Townsend Envirodyne Engineers, Inc. for Supplemental General Consulting Engineering Services, Systemwide, on Contract RR-05-9851 by \$7,900,000 from \$20,047,207 to \$27,947,207. This appears in the Appendage as Resolution No. 18575.

Proposal from Wilbur Smith and Associates, Inc. for Supplemental Traffic Engineering Services, Systemwide, on Contract RR-05-9850 by \$2,350,000 from \$8,429,057 to \$10,779,057. This appears in the Appendage as Resolution No. 18576.

Proposal from Delcan Corporation (formerly National Engineering Technology Corp.) for Supplemental Design Services on Contract RR-03-5142 for Traffic and Incident Management System (TIMS), Systemwide, by \$1,000,000 from \$6,732,108 to \$7,732,108. This appears in the Appendage as Resolution No. 18577.

Proposal from Bollinger, Lach & Associates for Supplemental Construction Inspection on Contract I-05-7523 for Plazas on the Veterans Memorial Tollway (I-355) from Milepost 9.5 (north of 127th Street) to Milepost 0.8 (south of U.S. Route 6), by \$29,349.00 from \$3,679,621.50 to \$3,708,970.50. This appears in the Appendage as Resolution No. 18579.

Extra Work Order on Contract I-06-5517 to Walsh Construction Company of Illinois for Reconstruction and Widening on the Reagan Memorial Tollway (I-88) from Milepost 137.9 (Spring Road) to Milepost 139.1 (York Road), by \$242,243.25 from \$70,242,648.83 to \$70,484,892.08. This appears in the Appendage as Resolution No. 18580.

Partial Release of Retainage on Contract I-06-5220 to F.H. Paschen, S.N. Nielsen & Associates, LLC for Mainline Roadway Widening and Reconstruction on the Southbound Tri-State Tollway (I-294) from Milepost 42.5 (Des Plaines River) to Milepost 44.2 (Dempster Street), in the amount of \$698,542.24. This appears in the Appendage as Resolution No. 18582.

Partial Release of Retainage on Contract I-07-5221 to F.H. Paschen, S.N. Nielsen & Assoc., LLC for Reconstruction and Widening on the Southbound Tri-State Tollway (I-294) from Milepost 56.5 (IL Route 22) to Milepost 59.7 (IL Route 60), in the amount of \$1,150,362.74. This appears in the Appendage as Resolution No. 18583.

Partial Release of Retainage on Contract I-07-5226 to F.H. Paschen, S.N. Nielsen & Assoc., LLC for Roadway and Bridge Reconstruction and Widening on the Southbound Tri-State Tollway (I-94) from Milepost 59.7 (IL Route 60) to Milepost 62.4 (IL Route 176), in the amount of \$1,595,896.95. This appears in the Appendage as Resolution No. 18584.

Partial Release of Retainage on Contract I-07-5235 to Walsh Construction Company of Illinois for Reconstruction and Widening on the Northbound Tri-State Tollway (I-94) from Milepost 70.3 (south of Stearns School Road) to Milepost 72.9 (Waukegan Plaza 21), in the amount of \$664,470.36. This appears in the Appendage as Resolution No. 18587.

Partial Release of Retainage on Contract I-07-5242 to Lorig Construction Company for Roadway and Bridge Reconstruction on the Southbound Tri-State Tollway (I-294) from Milepost 44.5 (Ballard Road) to Milepost 48.3 (Willow Road), in the amount of \$1,963,846.32. This appears in the Appendage as Resolution No. 18589.

Partial Release of Retainage on Contract I-07-5245 to Walsh Construction Company of Illinois for Roadway and Bridge Reconstruction on the Southbound Tri-State Tollway (I-294) from Milepost 48.3 (Willow Road) to Milepost 52.9 (Lake-Cook Road), in the amount of \$1,207,131.05. This appears in the Appendage as Resolution No. 18590.

Partial Release of Retainage on Contract I-06-5461 to K-Five Construction Corporation/Walsh Construction Company of Illinois (JV) for Reconstruction and Widening on the Eastbound Reagan Memorial Tollway (I-88) from Milepost 114.0 (Deerpath Road) to Milepost 116.9 (IL Route 31 Interchange), in the amount of \$779,293.17. This appears in the Appendage as Resolution No. 18591.

Partial Release of Retainage on Contract I-06-5472 to James McHugh Construction Company for Road and Bridge Reconstruction and Widening on the Eastbound Reagan Memorial Tollway (I-88) from Milepost 116.9 (Old RR Bridge) to Milepost 117.5 (IL Route 25), in the amount of \$1,599,663.50. This appears in the Appendage as Resolution No. 18592.

Partial Release of Retainage on Contract I-07-5521 to James McHugh Construction Company for Open Road Tolling Expansion - Aurora Plaza 61 on the Reagan Memorial Tollway (I-88) from Milepost 117.4 (IL Route 25) to Milepost 118.3 (Mitchell Road), in the amount of \$348,818.34. This appears in the Appendage as Resolution No. 18593.

Final Release of Retainage on Contract I-06-5492 to FHP Tectonics Corporation for Widening and Reconstruction on the Tri-State Tollway (I-294) from Milepost 49.0 (at Willow Road between Sanders Road and Landwehr Road), in the amount of \$340,000.00. This appears in the Appendage as Resolution No. 18597.

Final Release of Retainage on Contract RR-08-5553 to Lorig Construction Company for Intermittent Concrete Pavement Repairs on the Tri-State Tollway (I-294) and the Jane Addams Memorial Tollway (I-90) in the amount of \$465,691.69. This appears in the Appendage as Resolution No. 18600.

Final Release of Retainage on Contract I-06-8968 to Walsh Construction Companies of Illinois for Roadway and Bridge Reconstruction and Widening on the Southbound Tri-State Tollway (I-294) from Milepost 6.11 (163rd Street Plaza) to Milepost 9.05 (Kedzie Avenue), in the amount of \$530,000.00. This appears in the Appendage as Resolution No. 18601.

Permit NW 08-43 to AT&T for permission to install, maintain and operate a fiber optic cable directionally bored under I-90 at IL Route 25. Fee is not required. This appears in the Appendage as Resolution No. 18604.

Director Canham 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 for a motion adopting the following:

Award of Contract I-08-5541 to Rockford Blacktop Construction Co./Rock Road Companies (JV) for Reconstruction and Widening on the Westbound Jane Addams Memorial Tollway (I-90) from Milepost 69.9 (IL Route 173) to Milepost 62.3 (Cherry Valley Interchange), in the amount of \$39,101,018.11. This appears in the Appendage as Resolution No. 18571.

Award of Contract I-08-5543 to Rockford Blacktop Construction Co./Rock Road Companies (JV) for Reconstruction & Widening on the Westbound Jane Addams Memorial Tollway (I-90) from Milepost 74.9 (Plaza 1 - South Beloit) to Milepost 69.9 (IL Route 173), in the amount of \$44,368,371.09. This appears in the Appendage as Resolution No. 18572.

Partial Release of Retainage on Contract I-08-5540 to Rockford Blacktop Construction Co./Rock Road Companies (JV) for Reconstruction and Widening on the Eastbound Jane Addams Memorial Tollway (I-90) from Milepost 69.8 (IL Route 173) to Milepost 62.3 (Cherry Valley Interchange), in the amount of \$1,516,607.21. This appears in the Appendage as Resolution No. 18594.

Partial Release of Retainage on Contract I-08-5542 to Rockford Blacktop Construction Co./Rock Road Companies (JV) for Roadway and Bridge Reconstruction on the Eastbound Jane Addams Memorial Tollway (I-90) from Milepost 74.9 (Plaza 1 - South Beloit) to Milepost 69.9 (IL Route 173), in the amount of \$1,425,110.94. This appears in the Appendage as Resolution No. 18595.

Partial Release of Retainage on Contract I-08-5544 to Rockford Blacktop Construction Co./Rock Road Companies (JV) for Road and Bridge Reconstruction on the Jane Addams Memorial Tollway (I-90) from Milepost 76.1 (Rockton Road) to Milepost 75.5 (Plaza 1 - South Beloit), in the amount of \$402,977.45. This appears in the Appendage as Resolution No. 18596.

Amendment of Resolution 18255 which authorized an Extra Work Order on Contract I-08-5540 with Rockford Blacktop Construction Co./Rock Road Companies (JV). This amendment is to increase the amount by \$370,000 to \$1,670,000. This appears in the Appendage as Resolution No. 18602.

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. Director Towns abstained from voting on Contracts I-08-5541, I-08-5543, I-08-5540, I-08-5542, I-08-5544 and I-08-5540.

Chairman Mitola then called for a motion adopting the following:

Proposal from Graef, Anhalt, Schloemer & Associates, Inc. for Supplemental Design Services on Contract I-08-5696 for the Eola Road Interchange on the Reagan Memorial Tollway (I-88) from Milepost 120.5 to Milepost 122.0 (Eola Road), by \$235,000.00 from \$798,269.41 to \$1,033,269.41. This appears in the Appendage as Resolution No. 18578.

Partial Release of Retainage on Contract RR-02-5115 to Plote Construction, Inc. for Mainline Roadway Widening and Reconstruction on the Northbound Tri-State Tollway (I-294) from Milepost 41.3 (Devon Avenue) to Milepost 42.8 (Touhy Avenue), in the amount of \$530,000. This appears in the Appendage as Resolution No. 18581.

Partial Release of Retainage on Contract I-07-5228 to Plote Construction, Inc. for Roadway Reconstruction and Widening on the Southbound Tri-State Tollway (I-94) from Milepost 62.4 (IL Route 176) to Milepost 65.0 (IL Route 137), in the amount of \$1,013,292.00. This appears in the Appendage as Resolution No. 18585.

Partial Release of Retainage on Contract I-07-5232 to Plote Construction, Inc. for Roadway and Bridge Reconstruction and Widening on the Southbound Tri-State (I-94) from Milepost 65.0 (Buckley Road) to Milepost 70.5 (Stearns School Road), in the amount of \$3,338,036.91. This appears in the Appendage as Resolution No. 18586.

Partial Release of Retainage on Contract I-07-5237 to Plote Construction, Inc. for Roadway and Bridge Reconstruction and Resurfacing on the Northbound Tri-State Tollway (I-94) from Milepost 74.2 (Waukegan Toll Plaza) to Milepost 78.3 (Wisconsin State Line), in the amount of \$966,528.33. This appears in the Appendage as Resolution No. 18588.

Final Release of Retainage on Contract RR-08-5549 to Plote Construction, Inc. for Bituminous Pavement Repairs on the Jane Addams Memorial Tollway (I-90) from Milepost 2.9 (IL Route 72) to Milepost 76.3 (Rockton Road), in the amount of \$474,436.34. This appears in the Appendage as Resolution No. 18598.

Final Release of Retainage on Contract RR-08-5550 to Plote Construction, Inc. for Bituminous Pavement Resurfacing and Repairs on the Reagan Memorial Tollway (I-88) from Milepost 113.0 (IL Route 56) to Milepost 140.0 (I-294 Tri-Level Bridge), in the amount of \$103,275.00. This appears in the Appendage as Resolution No. 18599.

Permit NS 08-44 to Village of New Lenox for permission to install, operate and maintain a 20” sanitary sewer in a 48” casing under and across the Veterans Memorial Tollway (I-355) at Milepost 1.7. Fee is not required. This appears in the Appendage as Resolution No. 18603.

Director Canham 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. Director Roolf abstained from voting on Contracts I-08-5696, RR-02-5115, I-07-5228, I-07-5232, I-07-5237, RR-08-5549, RR-08-5550 and Permit NS 08-44.

Chairman Mitola then called on the General Counsel. Mr. Tom Bamonte stated that Law’s items were discussed in the Finance and Administration Meeting and approved for the Consent Agenda.

Chairman Mitola called for a motion adopting the following resolutions:

Intergovernmental Agreement with the Flagg Creek Water Reclamation District. This appears in the Appendage as Resolution No. 18605.

Intergovernmental Agreement with the Village of Woodridge. This appears in the Appendage as Resolution No. 18608.

Intergovernmental Agreement with the City of Hickory Hills. This appears in the Appendage as Resolution No. 18609.

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 for a motion adopting the following:

Intergovernmental Agreement with the Illinois Department of Transportation, Will County and the Northwest Homer Fire Protection District. This appears in the Appendage as Resolution No. 18606.

Intergovernmental Agreement with the Illinois Department of Transportation and the Village of Gurnee. This appears in the Appendage as Resolution No. 18607.

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. Director Roolf abstained from voting on Resolutions 18606 and 18607.

Mr. Bamonte then requested that the Board enter into Executive Session to discuss the appointment of employees, pursuant to Section 2 (c) (1) of the Open Meetings Act.

Chairman Mitola called for a motion to enter into Executive Session. Director Moore moved; seconded by Director Harris.

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

(Whereupon the Board entered into Executive Session to discuss the appointment of employees)

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

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

Meeting adjourned at approximately 12:40 p.m.

Secretary
The Illinois State Toll Highway Authority