



Record of Meeting | January 25, 2018

The Illinois State Toll Highway Authority (the “Tollway”) Board of Directors met in regular session on Thursday, January 25, 2018 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 Robert J. Schillerstrom 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

Christi Regnery, Board Secretary, advised the Board that in anticipation of his planned absence, Chairman Schillerstrom appointed Director Johnson on January 3, 2018 as Chairman pro tem for the duration of today’s Board of Directors meeting. She noted that Chairman pro tem Johnson shall have all rights, responsibilities and obligations as Chairman, including approval of Resolutions.

Directors and staff then discussed rules of succession for presiding over meetings in the absence of the Chairman. Liz Oplawski, Acting General Counsel, advised the Board that succession when it is necessary for the chairman to vacate the chair will be considered during the review currently underway of the Tollway’s By-Laws.

Chairman pro tem Johnson called the Meeting to order at approximately 9:10 a.m., asking the Board Secretary to call the roll, those Directors present and absent being as follows:

Board Members Present:
Director Corey Brooks
Director Earl Dotson, Jr.
Director Joe Gomez
Director David Gonzalez
Chairman pro tem Craig Johnson
Director Neli Vazquez Rowland

Board Members Not Present:
Governor Bruce Rauner <i>[ex officio]</i>
Secretary Randall Blankenhorn <i>[ex officio]</i>
Chairman Bob Schillerstrom
Director Jim Banks

The Board Secretary declared a quorum present. Chairman pro tem Johnson then invited attendees to rise and join in the Pledge of Allegiance.



Public Comment

Chairman pro tem Johnson opened the floor for public comment. No public comment was offered.

[The floor was re-opened for public comment at the conclusion of Items for Consideration.]

Chairman's Items

Item 1: *Approval of the Minutes of the regular Board of Directors meeting held December 21, 2017.*

Chairman pro tem Johnson called for a motion to approve **Chairman's Item 1**, the Minutes of the regular Board of Directors meeting held on December 21, 2017, as presented. Director Dotson made a motion for approval; seconded by Director Gomez. Chairman pro tem Johnson asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman pro tem Johnson called for a vote. The motion was PASSED unanimously.

Item 2: *Approval of the Minutes of the Executive Session of the Board of Directors meeting held December 21, 2017.*

Chairman pro tem Johnson 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 21, 2017, as presented. Director Vazquez Rowland made a motion for approval; seconded by Director Gomez. Chairman pro tem Johnson asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman pro tem Johnson called for a vote. The motion was PASSED unanimously.

Item 3: *Approval of Executive Session Minutes for public release.*

Chairman pro tem Johnson called for a motion to approve **Chairman's Item 3**, the Executive Session Minutes for public release, as presented. Director Brooks made a motion for approval; seconded by Director Gonzalez. Chairman pro tem Johnson asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman pro tem Johnson called for a vote. The motion was PASSED unanimously.

Item 4: COMMITTEE REPORTS

Chairman pro tem Johnson asked the chair of the following committee of the Board if he had any report to provide on the committee's recent activities:

Finance, Administration & Operations Committee



Committee Chair Gomez updated the Board on the Finance, Administration and Operations Committee (“FAO Committee”) meeting held Monday, January 22, 2018, providing the following highlights:

FINANCE presented one item which the Committee approved for placement on the full Board agenda. The item was approval of payment to the State’s Department of Central Management Services for group insurance costs during 2017 for Tollway and District 15 retirees in the amount of \$4,330,184.

PROCUREMENT presented five items which the Committee recommended for placement on the Board agenda:

- Item 1 is for the purchase of snowplow trucks.
- Items 2, 3, and 4 are for the purchase of small business technical assistance services; light and medium duty trucks; and mowing tractors and equipment.
- Item 5 is for additional out-of-state registration retrieval services while the agency transitions to a new vendor.

ENGINEERING presented eight items which were each approved by the Committee for placement on the Board agenda:

- Five construction contracts,
- One professional service contract,
- One item authorizing the sale of excess property,
- One item renewing a 5-year lease for a portion of a Tollway Parcel.

Of the nearly \$140 million recommended, more than 25% is committed to small, veteran-owned or disadvantaged firms.

LEGAL presented two items which were each reviewed and approved for placement on the Board agenda: an intergovernmental agreement with the City of DeKalb and an intergovernmental agreement with Cook County.

[End of Committee Reports]

Executive Director’s Items

In Executive Director Bedalov’s absence, Chairman pro tem Johnson asked Kevin Artl, Chief Operating Officer, if he had any items to report. Mr. Artl responded in the negative.

Items for Consideration



Finance

Item 1: Approval of the 2017 Retiree Health Insurance Payment to Central Management Services (CMS) per 5 ILCS 375-11.

Chairman pro tem Johnson called for a motion to approve **Finance Item 1**. Director Gomez made a motion for approval; seconded by Director Dotson. Chairman pro tem Johnson asked if there are any questions, concerns or requests for discussion.

Chairman pro tem Johnson asked the reason for the decrease in group insurance costs from prior years. Mike Colsch, Chief Financial Officer, responded that the program for state retirees was modified several years ago resulting in a cost reduction.

Hearing nothing further, Chairman pro tem Johnson called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Dotson, Director Brooks, Director Gonzalez, Director Vazquez Rowland, Chairman pro tem Johnson (6)

Nays: None (0)

The motion was PASSED.

Procurement

Item 1: Award of Contract 18-0005 to Patson, Inc. (d.b.a. TransChicago Truck Group) and Rush Truck Centers of Illinois, Inc. (d.b.a. Rush Truck Center, Springfield) for the purchase of Snowplow Trucks in an aggregate amount not to exceed \$3,282,653.42 (Order Against CMS Master Contract).

Item 2: Renewal of Contract 13-0236 to the Illinois State Black Chamber of Commerce, Inc. and HACIA Scholarship and Education Foundation for the purchase of Small Business Technical Assistance Services in an aggregate amount not to exceed \$1,459,377.12 (Tollway Request for Proposal).

Item 3: Renewal of Contract 16-0071 to Patson, Inc. (d.b.a. TransChicago Truck Group) and Morrow Brothers Ford, Inc. for the purchase of Light- and Medium-Duty Trucks in an aggregate amount not to exceed \$845,176.50 (Tollway Invitation for Bid).

Item 4: Amendment to Contract 14-0179A to Buck Bros., Inc. for the purchase of Mowing Tractors and Equipment in an amount not to exceed \$439,891.81 (Tollway Invitation for Bid).



Item 5: Award of Contract 18-0010 to 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).

Item 6: Amendment of Resolution No. 21435 to authorize contracting with Deloitte Consulting LLP to facilitate payment for ERP Implementation Services as previously approved by the Board of Directors.

Chairman pro tem Johnson asked John Donato, Chief of Procurement, to present Procurement Item 6, which was not previously presented at committee.

Upon conclusion of the item presentation, Chairman pro tem Johnson called for a motion to consolidate for consideration and action Procurement Items 1 through 6. Director Brooks made a motion to consolidate; seconded by Director Dotson. Chairman pro tem Johnson asked if there are any questions, concerns or requests for discussion.

Committee Chair Gomez commented on the importance of timely progress reports to evaluating the performance of the vendors selected for award of Procurement Item 2. Director Vazquez Rowland highlighted the progress which has been made to date in deliverables by HACIA and agreed that quarterly progress reports will be critical to evaluating performance, noting that a longer-term investment is needed to prepare emerging businesses to participate as prime contractors on highway and vertical construction contracts.

Hearing nothing further, Chairman pro tem Johnson called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Vazquez Rowland, Chairman pro tem Johnson (6)

Nays: None (0)

The motion was PASSED.

The motion to consolidate having carried, Chairman pro tem Johnson then called for a motion to approve **Procurement Items 1 through 6**. Director Brooks made a motion to consolidate; seconded by Director Dotson. Chairman pro tem Johnson asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman pro tem Johnson called for a roll call, the vote of yeas and nays being as follows:

Yeas: (6)

Nays: None (0)



The motion was PASSED.

Engineering

Item 1: Award of Contract RR-17-4337 to Foundation Mechanics, LLC for Fencing and Site Improvements, Systemwide, in the amount of \$1,299,479.00.

Item 2: Award of Contract I-17-4333 to Western Remac, Inc. for Bridge Signing Improvements, on the Jane Addams Memorial Tollway (I-90) from Milepost 55.6 (IL 25) to Milepost 76.6 (Lee Street), in the amount of \$295,535.00.

Item 3: Award of Contract RR-16-4254 to Curran Contracting Company/Geneva Construction Company (Joint Venture), for Roadway and Bridge Rehabilitation, on the Reagan Memorial Tollway (I-88) from Milepost 91.4 (Annie Glidden Road) to Milepost 113.3 (IL 56), in the amount of \$83,812,597.51.

Item 4: Award of Contract RR-16-4253 to William Charles Construction Company, LLC/Rock Road, Inc. (Joint Venture), for Roadway and Bridge Rehabilitation, on the Reagan Memorial Tollway (I-88) from Milepost 76.1 (IL 251) to Milepost 91.4 (Annie Glidden Road), in the amount of \$48,560,404.32.

Item 5: Award of Contract I-17-4338 to Meade, Inc. for Elgin O'Hare Western Access Tollway (I-490) Advanced Fiber Relocation Installation, on the Tri-State Tollway (I-294) from Milepost 32.90 (North Avenue) to Milepost 36.30 (Wolf Road), in the amount of \$4,743,152.20.

Item 6: Acceptance of Proposal from GSG Consultants, Inc., on Contract RR-16-4281 for Construction Management Services on the Tri-State Tollway (I-294) at Milepost 6.3 (159th Street) Bridge Reconstruction, in an amount not to exceed \$1,647,571.20.

Item 7: Land Acquisition – Sale of Excess Property in the amount of \$130,353.00 for parcels N-4B-34.2EX and N-4B-35.2EX located north of I-90 and part of old Freeman Road, Huntley, IL, Kane County. Cost to Tollway: N/A.

Item 8: Approval of eight-month Lease Amendment with Meade, Inc. concerning approximately 90,000 square feet of Tollway-owned real estate situated near I-294 and I-55. Cost to the Tollway: \$0.

Chairman pro tem Johnson called for a motion to consolidate for consideration and action Engineering Items 1 through 8. Director Brooks made a motion to consolidate; seconded by Director Dotson. Chairman pro tem Johnson called for a roll call, the vote of yeas and nays being as follows:



Yeas: Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Vazquez Rowland, Chairman pro tem Johnson (6)

Nays: None (0)

The motion was PASSED.

The motion to consolidate having carried Chairman pro tem Johnson called for a motion to approve **Engineering Items 1 through 8**. Director Vazquez Rowland made a motion to consolidate; seconded by Director Gonzalez. Chairman pro tem Johnson asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman pro tem Johnson called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Vazquez Rowland, Director Gonzalez, Director Brooks, Director Dotson, Director Gomez, Chairman pro tem Johnson (6)

Nays: None (0)

The motion was PASSED.

Legal

Item 1: *Approval of an Intergovernmental Agreement with the City of DeKalb regarding repairs to Peace Road and S. First Street bridges over I-88. Cost to the Tollway: \$0.*

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

Yeas: Director Gomez, Director Brooks, Director Dotson, Director Gonzalez, Director Vazquez Rowland, Chairman pro tem Johnson (6)

Nays: None (0)

The motion was PASSED.

Item 2: *Approval of an Intergovernmental Agreement with Cook County regarding intersection improvements at and near Touhy Avenue and Elmhurst Road as part of EOWA and new grade separation structure carrying Touhy Avenue over the to-be-constructed I-490, and Union Pacific Railroad. Cost to the Tollway: \$23,172,236.00.*

Chairman pro tem Johnson called for a motion to approve **Legal Item 2**. Director Brooks made a motion for approval; seconded by Director Dotson. Chairman pro tem Johnson asked if there



are any questions, concerns or requests for discussion. Hearing nothing, Chairman pro tem Johnson called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Vazquez Rowland, Chairman pro tem Johnson (6)

Nays: None (0)

The motion was PASSED.

Public Comment (continued)

Without objection, Chairman pro tem Johnson re-opened the floor for public comment.

Robert Baker, president of the Save our Community Coalition, Chicago, Illinois, addressed the Board. Mr. Baker commented positively on Tollway diversity initiatives, highlighting the technical assistance programs and the importance of participation by the unions.

Executive Session

Chairman pro tem Johnson called for a motion to enter Executive Session pursuant to exceptions provided in Sections 2(c)2, 2(c)11 and 2(c)21 of the Illinois Open Meetings Act to consider Tollway matters related to the performance of specific employees, potential or pending litigation, and the minutes of closed meetings. Director Brooks made a motion, pursuant to the sections specified, to enter Executive Session; seconded by Director Gonzalez. Chairman pro tem Johnson called for a vote. The motion was PASSED unanimously.

Return from Executive Session and Action (if any)

At approximately 9:49 a.m., the Board re-entered the public session of the Meeting.

Adjournment

There being no further business before the Board, Chairman pro tem Johnson requested a motion to adjourn. Motion to adjourn was made by Director Brooks, seconded by Director Vazquez Rowland. Chairman pro tem Johnson called for a vote. The motion was PASSED unanimously.



ILLINOIS STATE TOLL HIGHWAY AUTHORITY

Minutes of the
Regular Board of Directors Meeting

Meeting Date
January 25
2018



The Meeting was adjourned at approximately 9:50 a.m.

Minutes taken by: _____

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority