



Record of Meeting | November 29, 2018

The Illinois State Toll Highway Authority (the “Tollway”) Board of Directors met in regular session on Thursday, November 29, 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

Chairman Bob Schillerstrom 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 Bob Schillerstrom
Director Jim Banks
Director Earl Dotson, Jr.
Director Joe Gomez
Director David Gonzalez
Director Craig Johnson
Director Bradley Stephens
Director Neli Vazquez Rowland

Board Members Not Present:
Governor Bruce Rauner <i>[ex officio]</i>
Secretary Randall Blankenhorn <i>[ex officio]</i>
Director Corey Brooks

The Board Secretary declared a quorum present.

Chairman Schillerstrom stated that without objection, the agenda will be re-ordered to present first the winners of the Tollway’s Student 2019 Map Cover Art Contest.

Map Cover Art Contest: Executive Director Gorman welcomed the finalists, and their guests, of the Tollway’s Student 2019 Illinois Tollway Map Cover Art Contest. Ms. Gorman explained that this year’s contestants were invited to illustrate this year’s theme: “Diversifying our Roadways”. Ms. Gorman highlighted that finalists will receive gift certificates from Blick Art Materials and oases tenants and the grand prize winner’s artwork will be featured on the cover of the 2019 Tollway



map, which is distributed to more than 75,000 customers. Executive Director Gorman then thanked the sponsors of the contest – Blick Art Materials and MB Real Estate (MBRE).

Executive Director Gorman then announced the third runner-up, Angela Farkic, from Lincoln-Way East High School; the second runner-up, Kathleen Lucchesi from Bolingbrook High School; the first runner-up, Caden Elliott from Bolingbrook High School; and the contest winner, Courtney Kurtz from Lincoln-Way West High School. The finalists and their art teachers were congratulated by Executive Director Gorman and Chairman Schillerstrom.

[At approximately 9:05 a.m., the meeting was recessed to allow for photographs with the contest finalists and their guests. The meeting resumed at approximately 9:10 a.m.]

Public Comment

Chairman Schillerstrom opened the floor for public comment. No public comment was offered.

Chairman's Items

Item 1: Approval of the Minutes of the regular Board of Directors meeting held October 25, 2018.

Chairman Schillerstrom called for a motion to approve **Chairman's Item 1**, the Minutes of the regular Board of Directors meeting held on October 25, 2018, as presented. Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Schillerstrom 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 October 25, 2018.

Chairman Schillerstrom 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: Committee Reports.

Chairman Schillerstrom asked the chairs of the following committees of the Board if they had any report to provide on the committees' recent activities:

Finance, Administration & Operations Committee

Committee Chair Dotson updated the Board on the Finance, Administration and Operations Committee ("FAO Committee") meeting held Thursday, November 15, 2018, providing the following highlights:



FINANCE presented three items which were reviewed and recommended for placement on today's Board agenda. These items included:

- A renewal of a cyber insurance policy with Beazley insurance through Mesirov Insurance. Cyber liability protection provides an aggregate coverage of \$10 million for business interruption, notification services, and other costs related to a security breach or threat to Tollway systems.
- An increase to the Revolving Maintenance and Operations locally held bank account held at the Bank of America from \$750,000 to \$3,000,000. The last increase was approved by the Board back in 2005. The increase will help facilitate payments that can be paid more conveniently than through the Illinois Comptroller.
- A renewal of a liquidity facility with JP Morgan supporting Tollway variable rate bonds at a fee not to exceed 59 basis points per annum and a term not to exceed two years.

BUSINESS SYSTEMS presented one item which was recommended for placement on the full Board agenda: a sole source contract for the purchase of Toll Revenue Management and Maintenance Program Services. The Tollway is working with the state's Chief Procurement Officer on the sole source process for this procurement, and a contract would only be entered after required steps are successfully completed.

PROCUREMENT presented five items which were recommended for placement on the full Board agenda. These included:

- A request to utilize a master contract to purchase Cisco software, hardware, maintenance, and support.
- A request to utilize a master contract to purchase reflective sheeting for the Tollway's Sign Shop.
- A purchase of drug and alcohol testing services for Tollway employees.
- A purchase of parts and repair services for overhead garage doors located throughout the Tollway system.
- A purchase of aluminum extrusions on an as-needed basis.

ENGINEERING presented twelve items which were reviewed and recommended for placement on today's Board agenda. These items included:

- One construction contract,
- Eight professional service contracts,
- Three professional service contract supplements.

The last two Engineering items, related to land acquisition, were deferred at Committee and will be reviewed in Executive Session today prior to full board consideration.



Of the more than \$82.2 million in recommended Engineering awards, \$33.82 million or 41% is committed to small, veteran-owned or disadvantaged firms.

LEGAL presented three items to the Committee which were each reviewed and recommended for placement on today's Board agenda. These included:

- An Intergovernmental Agreement with the County of DuPage regarding bridge rehabilitation at 31st Street over the Tri-State;
- An Intergovernmental Agreement with the Village of Bensenville regarding improvements to Illinois Route 390 near Supreme Drive;
- A Utility Agreement with the Natural Gas Pipeline Company of America.

[End of Committee Reports]

Item 4: Approval of the Ad Hoc Operations Review Committee Report.

Chairman Schillerstrom called on Cassandra Rouse, Deputy Chief of Staff, to present to the Board a summary of the Ad Hoc Operations Review Committee Report and its recommendations. [See attached presentation.](#)

At the conclusion of the presentation, Chairman Schillerstrom noted that in addition to Directors, State Senator Martin Sandoval, Chairman of the Senate Transportation Committee, was also provided a copy of the report. He highlighted that Senator Sandoval issued the following statement concerning the recommendations of the Operations Review Committee: "This is a comprehensive and informative report creating a solid roadmap towards strengthening the Illinois Tollway's operations and accountability."

Chairman Schillerstrom then called for a motion to approve **Chairman's Item 4**. Director Banks made a motion for approval; seconded by Director Stephens. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Director Gomez inquired whether the Committee recommendations address employment terminations, particularly those of senior staff, and about the role of the Board in such matters. Chairman Schillerstrom responded that the recommendations do not address this aspect of human resources management, which he contended is properly a function of Tollway management. The Board and staff discussed the recent departures of some senior staff, the role of the Board in employment matters, and circumstances under which Board notification or consultation in employment matters has occurred previously. Bob Lane, Senior Assistant Attorney General, advised the Board that Executive Session would be the appropriate forum to discuss personnel matters involving specific current or former employees.



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

Yeas: Director Banks, Director Stephens, Director Dotson, Director Gomez, Director Gonzalez, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

Item 5: Approval of Amendment to the By-Laws of the Illinois State Toll Highway Authority, Renaming of Board Committee, and Amending of Committee Charter.

Chairman Schillerstrom called for a motion to approve **Chair's Item 4**. Director Stephens made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Director Vazquez Rowland asked whether there is a mechanism to rotate membership on committees of the Board. Chairman Schillerstrom explained that his practice is to review committee assignments approximately biennially.

Director Gonzalez requested confirmation that the authority provided to the Chairman in the By-Laws Article III, Section 1(b) to "approve or disapprove all resolutions, bylaws, rules, rates and regulations made and established by the Board" does not confer power to do so in contradiction to the action taken by the Board. Chairman Schillerstrom confirmed, clarifying there is provided to the Chairman a power of veto which he has never exercised.

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

Yeas: Director Stephens, Director Dotson, Director Banks, Director Gomez, Director Gonzalez, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

Item 6: Approval of a Memorandum of Understanding with the Union Pacific Railroad. As discussed in Executive Session.

Chairman Schillerstrom stated that without objection, action on Chairman's Item 6 will be deferred until after consideration in Executive Session.



Executive Director's Items

Tollway Staff Announcements/Awards: Executive Director Gorman congratulated Cassaundra Rouse on her appointment as Deputy Chief of Staff, moving from her previous position as the Tollway's Chief Internal Auditor. Ms. Gorman also highlighted that Bob Lane, Senior Assistant Attorney General, will celebrate his 20th anniversary with the Tollway on December 1st.

2019 Budget Hearings: Executive Director Gorman thanked participants in the three public budget hearings held in November and noted that November 30th is the final day for submission of public comments. She explained that a report with transcripts of the hearings and any public comment will be circulated to Directors for review prior to their consideration of the final 2019 Budget at the December Board meeting.

November 2018 Diversity Statistics: Executive Director Gorman provided the following diversity statistics for Tollway procurements to be presented in the current month:

ENGINEERING has one construction contract totaling \$2.9 million and eight professional engineering services contracts totaling \$79.3 million, which include:

- Four firms doing business with the Tollway for the first time,
- Six Partnering for Growth commitments,
- Two firms which have worked as subs for the Tollway and are now working as a prime for the first time on a Tollway contract, and
- One small business set-aside contract awarded as part of the Tollway's Small Business Initiative.

Of the \$82.2 million in recommended Engineering contract awards, more than \$33.8 million, or nearly 41 percent, is committed to veteran-owned or disadvantaged firms.

Eight contracts include commitments for both veteran and disadvantaged, minority- and women- owned business enterprise (D/M/WBE) firm participation. Veteran commitments range from 1 to 64 percent per contract and D/M/WBE commitments range from 24 to 91 percent per contract.

- One prime contractor is certified as an M/WBE.
- Three subcontractors are certified as D/M/WBEs.
- One prime consultant is a certified veteran-owned firm.
- Twenty-seven subconsultants are certified as D/M/WBEs.
- Three subconsultants are certified veteran-owned firms.



BUSINESS SYSTEMS has one contract totaling \$7 million which includes one firm exceeding the BEP goal. Of the total awarded, \$700,000.00 has been committed to a BEP certified firm.

PROCUREMENT has five contracts totaling more than \$4.7 million to present this month. These contracts include:

- One firm doing business with the Tollway for the first time.
- Two firms registered as small business.
- Two firms meeting or exceeding the BEP goal.
- One firm meeting the veteran goal.

Of the total awarded, more than \$577,000 has been committed to BEP and veteran-owned firms.

Highway Emergency Lane Patrol (H.E.L.P.) Program: Executive Director Gorman introduced Paul Kovacs, Chief Engineering Officer, to present to the Board an overview of the Tollway's H.E.L.P. program and budget proposals to potentially expand these services. [See attached presentation.](#)

Director Johnson inquired about the staffing levels needed under Option B, which would provide 24/7 H.E.L.P. truck operations. Mr. Kovacs explained that to provide appropriate coverages, the 24 equipment operator/laborers ("EOLs") currently performing split duties between H.E.L.P. and snow plow operations would become dedicated roadway maintenance staff and 51 new hires would be needed to provide 24/7 H.E.L.P. Program service at all 12 maintenance facilities.

Director Vazquez Rowland suggested that the agency may benefit from performing additional analysis, including using customer surveys, to determine appropriate and most efficient service levels for H.E.L.P. operations.

Directors and staff discussed Option A proposed which would fund 12 new EOLs to partially expand H.E.L.P. Program operations. Additionally discussed were means by which these services could then be further supplemented, including through potential third-party agreements for coverage during off-peak hours.

Items for Consideration

Finance

Item 1: Approval of the 2019 Cyber Liability Insurance Program to Beazley Insurance Co. Inc. through the Insurance Broker, Mesirow Insurance Services, Inc.



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

Yeas: Director Banks, Director Dotson, Director Gonzalez, Director Johnson, Director Vazquez Rowland, Director Stephens, Chairman Schillerstrom (7)

Nays: None (0)

Recusals: Director Gomez (1)

The motion was PASSED.

Item 2: Approval of an increase in the amount of the Revolving Maintenance and Operations locally held bank account from \$750,000.00 to \$3,000,000.00.

Chairman Schillerstrom called for a motion to approve **Finance Item 2**. Director Stephens made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Chairman Schillerstrom commented it is his understanding that staff is working to expand the number of depositories in which Tollway funds are held and to prioritize the selection of financial institutions based in the communities served by the Tollway. Mike Colsch, Chief Financial Officer, responded in the affirmative.

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

Yeas: Director Stephens, Director Johnson, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

Item 3: Extension of the Liquidity Facilities supporting the Authority's 2008A-1a and 2008A-2 Bonds.

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



Yeas: Director Gonzalez, Director Johnson, Director Banks, Director Dotson, Director Gomez, Director Stephens, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

Business Systems

Item 1: Award of Contract 18-0155 to Electronic Transaction Consultants Corporation for the purchase of Toll Revenue Management and Maintenance Program Services in an amount not to exceed \$7,000,000.00 (Tollway Sole Source).

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

Yeas: Director Stephens, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

Procurement

Item 1: Award of Contract 18-0126 to CDW Government LLC for the purchase of Cisco Software, Hardware, Maintenance, and Support in an amount not to exceed \$3,580,487.18 (Order Against CMS Master Contract).

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

Yeas: Director Johnson, Director Vazquez Rowland, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Stephens, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.



Item 2: Renewal of Contract 17-0173 with 3M Company for the purchase of Reflective Sheeting in an amount not to exceed \$250,000.00 (Order Against CMS Master Contract).

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

Yeas: Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Johnson, Director Stephens, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

Item 3: Award of Contract 17-0059 to OOTW, Inc. (d.b.a. InOut Labs) for the purchase of Drug and Alcohol Testing Services in an amount not to exceed \$354,525.00 (Tollway Invitation for Bid).

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

Yeas: Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

Item 4: Renewal of Contract 14-0157R with Builders Chicago Corporation for the purchase of Overhead Garage Door Parts and Repair Services in an amount not to exceed \$449,416.61 (Tollway Invitation for Bid).

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

Yeas: Director Dotson, Director Stephens, Director Banks, Director Gomez, Director Gonzalez, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)



The motion was PASSED.

Item 5: Increase to Contract 17-0136 with MDSolutions Inc. for the purchase of Aluminum Extrusions in an amount not to exceed \$111,688.51 (Tollway Invitation for Bid).

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

Yeas: Director Dotson, Director Johnson, Director Banks, Director Gomez, Director Gonzalez, Director Stephens, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

Engineering

Item 1: Award of Contract RR-18-4422 to Foundation Mechanics, LLC for Ramp Reconstruction, on the Reagan Memorial Tollway (I-88) from Mile Post 113.3 to Mile Post 113.7 (IL-56 Ramp B), in the amount of \$ 2,938,686.35.

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

Yeas: Director Vazquez Rowland, Director Dotson, Director Banks, Director Gomez, Director Gonzalez, Director Johnson, Director Stephens, Chairman Schillerstrom (8)

Nays: (0)

The motion was PASSED.

Item 2: Acceptance of Proposal from ESI Consultants, Ltd., on Contract I-18-4698 for Design and Construction Management Services Upon Request on the Elgin O'Hare Western Access (I-490), in an amount not to exceed \$7,000,000.00.

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



Yeas: Director Dotson, Director Banks, Director Gomez, Director Gonzalez, Director Johnson, Director Stephens, Director Vazquez Rowland (7)

Nays: (0)

Recusals: Chairman Schillerstrom (1)

The motion was PASSED.

Item 3: Acceptance of Proposal from Bowman Consulting Group, Ltd., on Contract I-18-4411 for Construction Management for Bridge Reconstruction on the Tri-State Tollway (I-294) at Mile Post 21.5 (Mile Long Bridge), in an amount not to exceed \$48,000,000.00.

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

Yeas: Director Stephens, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: (0)

The motion was PASSED.

Item 4: Acceptance of Proposal from TranSystems Corporation/HR Green, Inc., on Contract I-18-4412 for Construction Management for Bridge Reconstruction on the Tri-State Tollway (I-294) at Mile Post 26.6 (Burlington Northern Santa Fe (BNSF) Railroad Bridge), in an amount not to exceed \$7,950,000.00.

Chairman Schillerstrom called for a motion to approve **Engineering Item 4**. Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Director Vazquez Rowland observed that the award amount represents a significant increase over the amount budgeted for this work. Director Gomez inquired about the reason for the disparity. Mr. Kovacs commented on the complicated nature of the reconstruction of the Burlington Northern Santa Fe Bridge, noting that it was determined during negotiations with the selected construction management vendor that an additional year (beyond the estimated term used for budgetary projections) will be required to complete the project.

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



Yeas: Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Johnson, Director Stephens, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: (0)

The motion was PASSED.

Item 5: Acceptance of Proposal from Juneau Associates, Inc., P.C. on Contract I-18-4414 for Construction Management Services Upon Request on the Tri-State Tollway (I-294), in an amount not to exceed \$5,000,000.00.

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

Yeas: Director Stephens, Director Johnson, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: (0)

The motion was PASSED.

Item 6: Acceptance of Proposal from T.Y. Lin International Great Lakes, Inc. on Contract I-18-4419 for Design Service for Ramp Construction on the I-294 / I-57 Interchange, Southbound I-57 to Southbound I-294 Flyover from Mile Post 6.8 to Mile Post 7.7, in an amount not to exceed \$2,351,174.60.

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

Yeas: Director Banks, Director Johnson, Director Dotson, Director Gomez, Director Gonzalez, Director Stephens, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: (0)

The motion was PASSED.

Item 7: Acceptance of Proposal from Wang Engineering, Inc. on Contract RR-18-4410 for Design Service for Geotechnical Services Upon Request, Systemwide, in an amount not to exceed \$2,000,000.00.



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

Yeas: Director Dotson, Director Stephens, Director Banks, Director Gomez, Director Gonzalez, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: (0)

The motion was PASSED.

Item 8: Acceptance of Proposal from American Surveying & Engineering, P.C. on Contract I-18-4415 for Design Service for Utility Location and Identification Assistance Upon Request, Systemwide, in an amount not to exceed \$3,000,000.00.

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

Yeas: Director Dotson, Director Banks, Director Gomez, Director Gonzalez, Director Johnson, Director Stephens, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: (0)

The motion was PASSED.

Item 9: Acceptance of Proposal from SRF Consulting Group, Inc./ Singh & Associates, Inc. on Contract RR-18-9210 for Design Service for Intelligent Transportation Systems (ITS) Services Upon Request, Systemwide, in an amount not to exceed \$4,000,000.00.

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

Yeas: Director Stephens, Director Johnson, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: (0)

The motion was PASSED.



Item 10: Acceptance of Proposal from Knight E/A, Inc., on Contract I-11-4026 for Supplemental Construction Management, for New Interchange on the Tri-State Tollway (I-294) and I-57, in an amount of \$1,805,998.29 from \$16,848,331.21 to \$18,654,329.50.

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

Yeas: Director Dotson, Director Johnson, Director Banks, Director Gomez, Director Gonzalez, Director Stephens, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

Item 11: Acceptance of Proposal from Hamilton Consulting Engineers, Inc., on Contract I-13-4111 for Supplemental Construction Management for Document Compliance, Systemwide, in an amount of \$960,000.00 from \$7,004,000.00 to \$7,964,000.00.

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

Yeas: Director Stephens, Director Johnson, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: (0)

The motion was PASSED.

Item 12: Acceptance of Proposal from Ruettinger, Tonelli & Associates, Inc., on Contract I-11-4029 for Supplemental Surveying and Land Acquisition Services Upon Request, Systemwide, in an amount of \$1,500,000.00 from \$3,400,000.00 to \$4,900,000.00.

Chairman Schillerstrom called for a motion to approve **Engineering Item 12**. Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Director Gomez commented on the significant award amount and asked why these services are being procured through a supplemental contract rather than using a bid solicitation process. Mr. Kovacs responded that the supplemental contract will allow delivery of needed services until a



request for proposal (RFP) can be developed, solicited and awarded. He explained that these services have historically been procured using the Professional Services Bulletin (PSB) process, which was recently undertaken. He explained that the State Procurement Officer, however, requested that these services be instead procured using the RFP process.

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

Yeas: Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Johnson, Director Stephens, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: (0)

The motion was PASSED.

Chairman Schillerstrom stated that without objection, action on Engineering Items 13 and 14, concerning land acquisition, will be deferred until after consideration in Executive Session.

Legal

Item 1: Approval of an Intergovernmental Agreement with the County of DuPage regarding bridge rehabilitation at 31st Street over the Tri-State Tollway (I-294). Cost to the Tollway: \$0. The County will reimburse the Tollway an estimated \$89,000.00.

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

Yeas: Director Dotson, Director Stephens, Director Johnson, Director Banks, Director Gomez, Director Gonzalez, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

Item 2: Approval of an Intergovernmental Agreement with the Village of Bensenville regarding improvements to Illinois Route 390 near Supreme Drive. Cost to the Tollway: \$0. The Village will reimburse the Tollway an estimated \$164,529.66.

Chairman Schillerstrom called for a motion to approve **Legal Item 2**. Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any



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

Yeas: Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Johnson, Director Stephens, Director Vazquez Rowland (7)

Nays: None (0)

Recusals: Chairman Schillerstrom (1)

The motion was PASSED.

Item 3: Approval of a Utility Agreement with the Natural Gas Pipeline Company of America. Cost to the Tollway: \$0.

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

Yeas: Director Stephens, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

Executive Session

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

Yeas: Director Dotson, Director Banks, Director Gomez, Director Gonzalez, Director Johnson, Director Stephens, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

At approximately 10:32 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 October 25, 2018.

Chairman Schillerstrom called for a motion to approve **Chairman's Item 2**, the Minutes of the Executive Session of the Board of Directors meeting held on October 25, 2018, as presented. Director Banks made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Schillerstrom called for a vote. The motion was PASSED unanimously.

Chairman's Item 6: Approval of a Memorandum of Understanding with the Union Pacific Railroad. As discussed in Executive Session.

Chairman Schillerstrom called for a motion to approve **Chairman's Item 6**, authorizing staff to enter a memorandum of understanding with the Union Pacific Railroad, consistent with terms discussed in Executive Session. Director Stephens made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Stephens, Director Johnson, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: (0)

The motion was PASSED.

Item 13: Land Acquisition (Identification of Real Estate Parcels associated Systemwide). Cost to the Tollway: N/A.

Chairman Schillerstrom called for a motion to approve **Engineering Item 13**, which amends a prior resolution to identify eight (8) additional parcels needed Systemwide that may need to be acquired by condemnation. Director Banks made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Johnson, Director Dotson, Director Gomez, Director Gonzalez, Director Stephens, Director Vazquez Rowland, Chairman Schillerstrom (8)



Nays: None (0)

The motion was PASSED.

Item 14: Land Acquisition (Identification of Real Estate Parcels associated with the Central Tri-State Tollway). Cost to the Tollway: N/A.

Chairman Schillerstrom called for a motion to approve **Engineering Item 14**, which amends a prior resolution to identify three (3) additional parcels needed for the Central Tri-State Tollway (I-294) Project that may need to be acquired by condemnation. Director Dotson made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Johnson, Director Banks, Director Gomez, Director Gonzalez, Director Stephens, Director Vazquez Rowland, Chairman Schillerstrom (8)

Nays: None (0)

The motion was PASSED.

Unfinished Business

Director Vazquez Rowland informed the Board that she recently gave a presentation at the Socially Responsible Investor Conference on the potential of environmental, social, and governance (ESG) ratings for governmental agencies. She highlighted that ESG ratings are an increasing trend in the investment community and feedback she received suggests that if the Tollway were to pursue an ESG rating, it would be well received by active investors in Tollway bonds. Chairman Schillerstrom thanked Director Vazquez Rowland for her leadership on this issue.

Adjournment

There being no further business before the Board Chairman Schillerstrom requested a motion to adjourn. Motion to adjourn was made by Director Banks, seconded by Director Stephens. Chairman Schillerstrom called for a vote. The motion was PASSED unanimously.



The Meeting was adjourned at approximately 10:51 a.m.

Minutes taken by: _____

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority

STUDENT ART CONTEST



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art materials

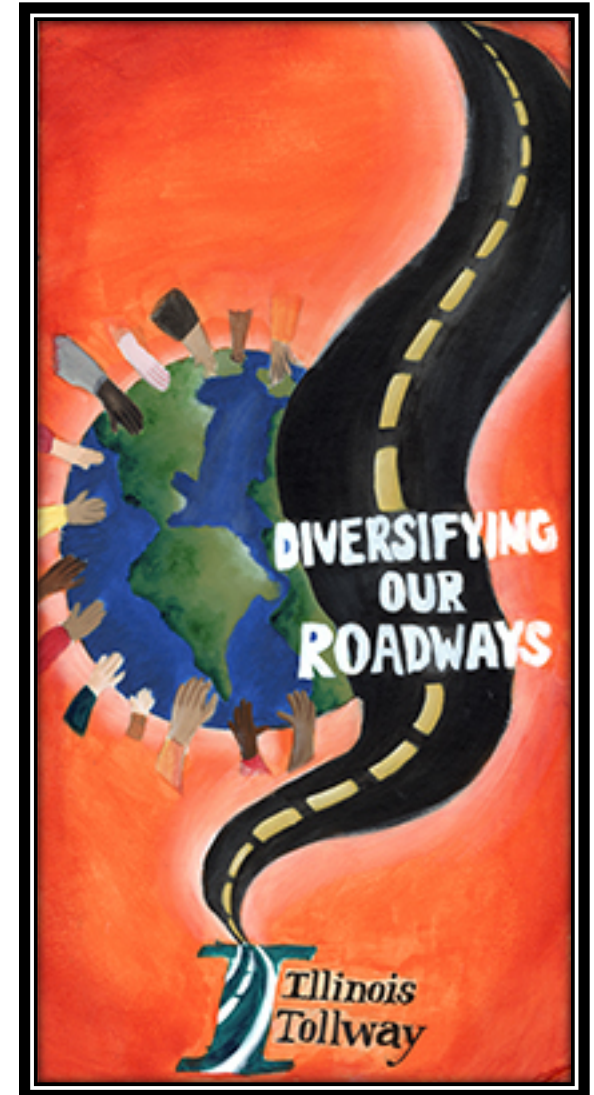
MB Real
Estate

**STUDENT
ART
CONTEST**

Third Runner-Up

Angela Farkic

Lincoln-Way East High School
Frankfort, Illinois



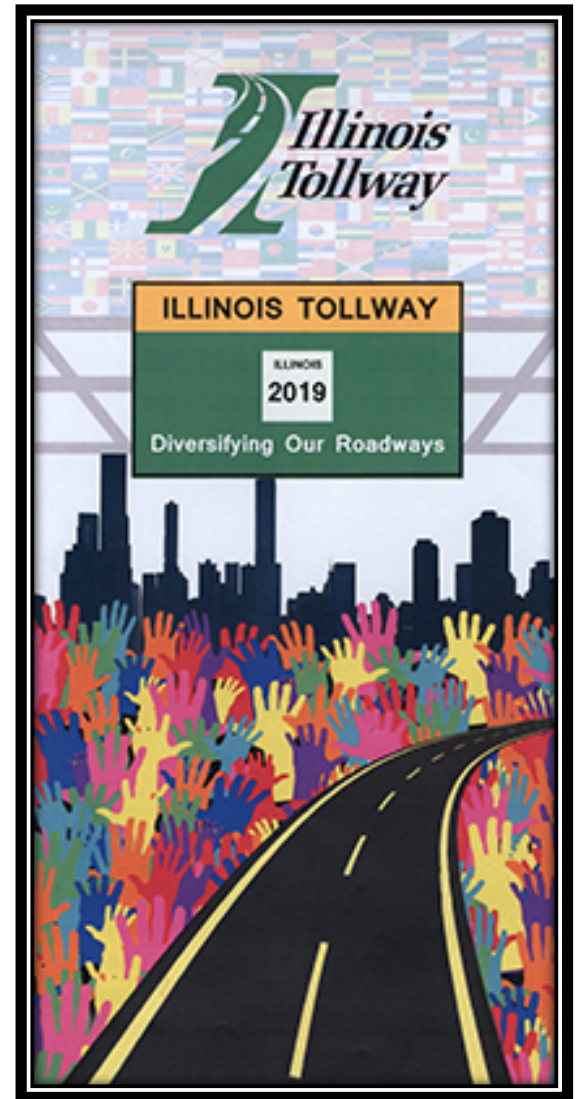
**STUDENT
ART
CONTEST**

Second Runner-Up

Kathleen Lucchesi

Bolingbrook High School

Bolingbrook, Illinois



**STUDENT
ART
CONTEST**

First Runner-Up

Caden Elliott

Bolingbrook High School
Bolingbrook, Illinois



**STUDENT
ART
CONTEST**


Grand Prize Winner

Courtney Kurtz

Lincoln-Way West High School
New Lenox, Illinois



STUDENT ART CONTEST

The word 'ART' is rendered in a large, grey, blocky font. Overlaid on the letters are white dashed lines that form a circuit-like pattern. Small colored dots (blue, red, orange, purple, green) are placed at various points where the dashed lines intersect or terminate, giving the impression of a technical drawing or a circuit board layout.

Thank you
to all participants



Ad Hoc Operations Review Committee Recommendations

November 29, 2018



Procurement

- Disclose QBS Selection Committee members after the close of a procurement
- Make available contractor and subcontractor conflict of interest disclosure forms
- Procurement letter to State Purchasing Officer (SPO)/Chief Procurement Officer (CPO) requesting reinstatement of oversight on QBS process
- Identify selection committee members in Joint Committee on Administrative Rules (JCAR) by title or position
- Disallow board members from serving on selection committees within International Standards Organization (ISO) procedure

Procurement

- Draft legislation to incorporate more alternative design and delivery methods
- Enhance staff conflict of interest procedure for upcoming Professional Services Bulletins (PSB's), disallow staff with conflicts from serving on QBS selection committees
- Maintain selection results database and provide a summary of prior consultant evaluations
- Modify ISO procedure for both 3100 and 3100B to guide scoping of communications services as related to QBS procurement

Conflicts

- Provide Board members an extended preview of upcoming contracts with a timely conflict of interest notification for Tollway review
- Draft legislation to provide outside legal and ethical counsel to Board Chairman and members
- Create a conflict of interest committee
- Develop enhanced Tollway Board conflict of interest definitions
- Require Board members to publicly disclose conflicts
- Public posting of Board member statements of economic interest
- Provide annual conflict of interest training to Board members and QBS selection committee members
- *Identify and share vendor conflicts vetted by internal or external procedures (added after draft report)

Hiring

- Enhance job descriptions
- Strengthen and enhance standard operating procedure and documentation for exempt positions
- Continuation of the annual internal audit of exempt hires
- Create employee conflict of interest questionnaire



THANK YOU



Highway Emergency Lane Patrol H.E.L.P. Program

NEED HELP ON THE TOLLWAY? DIAL *999



H.E.L.P Program History

Roadway Maintenance and Illinois State Police always provide customer assistance 24/7.

In 1997, the H.E.L.P. Program was established based within 7 maintenance sites east of the Fox River serving the highest weekday travel times.

The H.E.L.P. Program was expanded in 2004 to serve the entire Tollway system.



H.E.L.P. Program



System Service

- Moving vehicles from traffic and incidents

Customer Services

- Tire changes
- Battery boosts
- Fuel and coolant
- Calling for tow truck

Statistics

- 12 patrols routes
- 30 miles per route

Current H.E.L.P. Program

Staffed by equipment operator/laborers (EOLs) within the Roadway Maintenance Department

- Monday-Friday operation
- 4 a.m. to 8 p.m. service
- 12 maintenance sites
- Work performed by 24 EOL employees

Operations suspended when EOLs are assigned to snow plow duties

Service hours extended as needed for holidays

Total Estimated Annual M&O Costs: \$3.13 million

- Labor: \$2.8 million
- Vehicle maintenance: \$61,920
- Fuel: \$273,600

Total Estimated Annual Capital Costs (vehicles): \$235,008



2019 Budget Proposal – Option A

Funding for 12 new EOLs to provide H.E.L.P. Program service during winter snow events at busiest garages

- \$1.4 million increase in annual labor costs
- Nominal increase in fuel and vehicle maintenance costs

Roadway Maintenance Department continues to provide current H.E.L.P. Program

Dedicated H.E.L.P. EOLs staffed at busiest six garages

Service hours extended as needed for holidays

**Additional Annual
M&O Costs:
\$1.4 million**

2019 Budget Proposal – Option B

Proposed 24/7 H.E.L.P. Program service at all 12 maintenance facilities

Total Estimated Annual M&O Costs: \$6.47 million





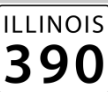
- Labor: \$6.05 million
- Vehicle maintenance: \$78,480
- Fuel: \$342,000

Total Estimated Bi-Annual Capital Costs (Vehicles): \$705,000

- 51 new employees (to cover 12 garages 24/7)
- Annual labor cost increase approximately \$6.05 million
- Annual fuel costs increase \$342,000
- Annual equipment maintenance costs increase by \$78,480
- Bi-annual equipment/truck replacement cost increase by \$705,000



Tollway System Daily Usage 2017

Corridor/Miles	H.E.L.P. Hours	Non-H.E.L.P. Hours	Customers Assisted
 84 miles	585,307 (86%)	87,873 (14%)	10,821/year
 76 miles	304,101 (87%)	45,359 (13%)	6,709/year
 96.5 miles	222,400 (88%)	29,460 (12%)	6,023/year
 30 miles	253,029 (90%)	28,941 (10%)	3,369/year
 10 miles	88,071 (90%)	10,899 (10%)	849/year

THANK YOU

