



## Record of Meeting | June 20, 2019

The Illinois State Toll Highway Authority's ("Tollway") Board of Directors met in regular session on Thursday, June 20, 2019 in the Boardroom of Tollway Headquarters in Downers Grove, Illinois. The meeting was held pursuant to the By-Laws of the Tollway upon call and notice of the meeting executed by Chairman Willard S. Evans, Jr. and posted in accordance with the requirements of the Open Meetings Act, 5 ILCS 120/2, *et seq.* 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 Evans called the meeting to order at approximately 10:08 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 Willard S. Evans, Jr.
Director Jim Connolly
Director Steve Davis
Director Alice Gallagher
Director Karen McConnaughay
Director Scott Paddock
Director Gary Perinar
Director Cesar Santoy
Director Jim Sweeney

Board Members Not Present:
Governor JB Pritzker <i>[ex officio]</i>
Acting Secretary Omer Osman <i>[ex officio]</i>

The Board Secretary declared a quorum present.

### Safety Message

Chairman Evans congratulated Captain Dominic Chiappini on his recent appointment as Captain of Illinois State Police District 15. Captain Chiappini then reported on traffic fatalities on the Tollway system thus far in 2019, and strategies Illinois State Police District 15 will be employing to reach their goal of zero fatalities for the remainder of the year.



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## Public Comment

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

## Chairman's Items

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*Item 1: Approval of the Minutes of the regular Board of Directors meeting held May 16, 2019.*

Chairman Evans entertained a motion to approve **Chairman's Item 1**, the Minutes of the regular Board of Directors meeting held on May 16, 2019, as presented. Director Davis made a motion to approve the Minutes, seconded by Director Santoy. The motion was PASSED unanimously.

*Item 2: Approval of the Minutes of the Executive Session of the Regular Board of Directors meeting held May 16, 2019.*

Chairman Evans 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 4: Committee Reports.*

Chairman Evans inquired of committee chairs if they had any reports to provide on recent activities. No reports were offered.

*Item 5: Additional Items.*

**Tollway Staff Acknowledgments:** Chairman Evans then introduced and welcomed Terry Miller, recently hired to serve as the Tollway's Chief of Diversity and Strategic Development. Chairman Evans also recognized Tollway attorney Liz Oplawski for her years of service to the Tollway.

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## Executive Director's Items

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Executive Director Alvarez presented a video highlighting Tollway initiatives and Staff's work, throughout the roadways, to deliver a quality system for Tollway customers.

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## Items for Consideration

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### Operations

*Item 1: Award of Contract 19-0010 to Precision Control Systems of Chicago, Inc. for the purchase of Building Automation Maintenance and Repair Services in an amount not to exceed*



\$224,640.00 (Tollway Sole Source). This contract provides a source for the continued maintenance and repair services of the Tollway's building automation system.

Chairman Evans entertained a motion to approve **Operations Item 1**, as presented. Director Gallagher made a motion to approve this item, seconded by Director Perinar. The motion was PASSED unanimously.

### Engineering

Chairman Evans noted that Engineering Item 6 was deferred at committee and did not undergo committee review. Chairman Evans requested that Chief Engineering Officer Paul Kovacs present this item for the benefit of the full Board.

*Item 1: Award of Contract I-18-4446 to Judlau Contracting, Inc. for Retaining Wall Construction, Grading and Shoulder Rehabilitation, on the Tri-State Tollway (I-294) from Mile Post 31.5 (Canadian National Railroad) to Mile Post 34.9 (Grand Avenue), in the amount of \$12,387,295.13.*

*Item 2: Award of Contract RR-18-4445 to W.E. O'Neil Construction Company for M-8 Maintenance Facility and Site Improvements, on the Reagan Memorial Tollway (I-88) at Mile Post 117.8 (Mettel Road), in the amount of \$31,350,443.00.*

*Item 3: Award of Contract RR-18-4442 to Semper Fi Yard Service, Inc. for Landscape Planting Improvements, on the Reagan Memorial Tollway (I-88) from Mile Post 76.50 (IL 251 Interchange) to Mile Post 91.62 (Kishwaukee River Bridge), in the amount of \$1,324,035.56.*

*Item 4: Award of Contract RR-18-4444 to Semper Fi Yard Service, Inc. for Landscape Planting Improvements, on the Jane Addams Memorial Tollway (I-90) from Mile Post 13.0 (East Riverside Boulevard) to Mile Post 25.4 (East of Genoa Road), in the amount of \$1,429,406.57.*

*Item 5: Award of Contract RR-18-4448 to Semper Fi Yard Service, Inc. for Miscellaneous Drainage and Environmental Repairs and Improvements, on the Jane Addams Memorial Tollway (I-90) between Mile Post 15.9 and Mile Post 54.7, in the amount of \$649,712.45.*

*Item 6: Acceptance of Proposal from Knight E/A, Inc. / V3 Companies, on I-18-4701 for Construction Corridor Manager and Owner's Representative Services (CCM/OR) on the Elgin O'Hare Western Access (EOWA) Corridor (Illinois Route 390/I-490), in an amount not to exceed \$89,000,000.00. [Recusals: Director Gallagher, Director Santoy]*

*Item 7: Acceptance of Proposal from The Roderick Group, Inc., dba Ardmore Roderick (formerly Ardmore Associates, LLC), on Contract RR-14-4202 for Supplemental Construction Management Services, on the Jane Addams Memorial Tollway (I-90) at Mile Post 15.4 (M-7 Maintenance*



Facility), in an amount of \$200,000.00, increasing the contract from \$3,582,822.61 to \$3,782,822.61.

*Item 8: Acceptance of Proposal from Delcan Corporation, on RR-14-9156 for Contract Renewal for the Traffic and Incident Management System (TIMS) Maintenance, Enhancement, and Upgrade Services, in an amount not to exceed \$9,684,298.75.*

Upon conclusion of the presentation of items, Chairman Evans stated that because certain Directors have indicated in advance their wish to recuse themselves on Engineering Items 1, 2 and 6, the Board will consider these items separately at this time.

Chairman Evans then called for a motion to approve **Engineering Item 1**, as presented. Director Santoy made a motion to approve this item, seconded by Director Connolly. Chairman Evans asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Santoy, Director Connolly, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Sweeney, Chairman Evans (8)

Nays: (0)

Recusals: Director Davis (1)

The motion was PASSED.

Chairman Evans entertained a motion to approve **Engineering Item 2**. Director Connolly made a motion to approve this item, seconded by Director Santoy. Chairman Evans asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Connolly, Director Santoy, Director Gallagher, Director McConnaughay, Director Paddock, Director Perinar, Director Sweeney, Chairman Evans (8)

Nays: (0)

Recusals: Director Davis (1)

The motion was PASSED.

Chairman Evans then entertained a motion to approve **Engineering Item 6**. Director Perinar made a motion to approve this item, seconded by Director Sweeney. Chairman Evans asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Perinar, Director Sweeney, Director Connolly, Director Davis, Director Paddock, Chairman Evans (6)



Nays: (0)

Recusals: Director Santoy, Director Gallagher (2)

Abstentions: Director McConnaughay (1)

The motion was PASSED.

Chairman Evans then entertained a motion to consolidate for consideration and action Engineering Items 3, 4, 5, 7 and 8. Director Perinar made a motion to consolidate these items, seconded by Director Sweeney. The motion was PASSED unanimously.

The motion to consolidate these items having carried, Chairman Evans entertained a motion to approve **Engineering Items 3, 4, 5, 7 and 8**. Director Sweeney made a motion to approve these items, seconded by Director McConnaughay. The motion was PASSED unanimously.

## Legal

*Item 1: Approval of a resolution delegating signature authority for Intergovernmental Agreements that do not involve the expenditure of Tollway funds and Intergovernmental Agreements that involve the expenditure and/or reimbursement of less than \$250,000.00.*

*Item 2: Approval of an Overpass Agreement – BNSF Railway. This agreement addresses costs and responsibilities associated with the Tollway’s reconstruction and maintenance of the Tri State Tollway (I-294) Mile Long Bridge on and over BNSF property. Cost to the Tollway: \$2,600,000.00.*

Chairman Evans stated that without objection, action on Legal items 3 and 4 will be deferred until after consideration in Executive Session.

Chairman Evans then entertained a motion to approve **Legal Item 1**. Director Gallagher made a motion to approve this item, seconded by Director McConnaughay. Chairman Evans asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director Gallagher, Director McConnaughay, Director Connolly, Director Davis, Director Paddock, Director Perinar, Director Santoy, Director Sweeney, Chairman Evans (9)

Nays: (0)

The motion was PASSED.

General Counsel Kathleen R. Pasulka-Brown noted that during her presentation of Legal Item 2 at committee she inadvertently stated the contract was for an amount “not to exceed \$2.5 million.”



Ms. Pasulka-Brown clarified for the Board the amount of Legal Item 2 (reflected correctly on the agenda) is “not to exceed \$2.6 million.”

Chairman Evans then entertained a motion to approve **Legal Item 2**. Director McConnaughay made a motion to approve this item, seconded by Director Gallagher. Chairman Evans asked that the roll be called on the motion, the vote of yeas and nays being as follows:

Yeas: Director McConnaughay, Director Gallagher, Director Connolly, Director Davis, Director Paddock, Director Perinar, Director Santoy, Director Sweeney, Chairman Evans (9)

Nays: (0)

The motion was PASSED.

### **Executive Session**

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Chairman Evans called for a motion to enter Executive Session pursuant to exceptions provided in Sections 2(c)5, 11 and 21 of the Open Meetings Act to consider Tollway matters related to the purchase or lease of real property, pending or probable litigation, and the minutes of closed meetings. Director Perinar made a motion, pursuant to the sections specified, to enter Executive Session, seconded by Director Connolly. The motion was PASSED unanimously.

At approximately 10:40 a.m., the Board entered into Executive Session.

### **Return from Executive Session and Action (if any)**

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At approximately 10:58 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 May 16, 2019.*

Chairman Evans entertained a motion to approve **Chairman's Item 2**, the Minutes of the Executive Session of the Board of Directors meeting held on May 16, 2019, as presented. Director Santoy made a motion to approve the Minutes, seconded by Director McConnaughay. The motion was PASSED unanimously.

*Item 3: Authorization to Enter a Real Estate Settlement – Parcel No. TW-5-16-134. Cost to the Tollway: As discussed in Executive Session.*

Chairman Evans entertained a motion to approve **Legal Item 3**, which authorizes staff to enter into a real estate settlement for Parcel No. TW-5-16-134, consistent with terms discussed in



Executive Session. Director McConnaughay made a motion to approve this item, seconded by Director Perinar. The motion was PASSED unanimously.

*Item 4: Authorization to Enter a Litigation Settlement – ISTHA v. Schiller Lodges, LLC. Cost to the Tollway: As discussed in Executive Session.*

Chairman Evans entertained a motion to approve **Legal Item 4**, authorizing staff to enter a litigation settlement with Schiller Lodges, LLC, consistent with terms discussed in Executive Session. Director Davis made a motion to approve this item, seconded by Director Santoy. The motion was PASSED unanimously.

### New Business

In reference to contract I-18-4700 passed at the prior Board meeting, Chairman Evans stated the following:

“I had every intention of re-voting on contract I-18-4700 as my affirmative vote was an oversight. However, our legal staff, which is an appointee of the Illinois Attorney General’s Office, advised that there was no way to revisit the issue without jeopardizing the entire contract. It was also advised that the measure would have passed without my vote, having over the requisite votes necessary to pass without me. From an operational perspective, I could not in good conscience allow my oversight to set this agency back, so therefore today there will be no revote. That said, publicly I’d like to reiterate that my vote on contract I-18-4700 was an oversight, and to avoid any perception of a conflict I should have recused myself. Moving forward I intend to recuse myself from all matters that involve HBK.”

### Adjournment

There being no further business before the Board, Chairman Evans entertained a motion to adjourn. A motion to adjourn was made by Director McConnaughay, seconded by Director Sweeney. The motion was PASSED unanimously.

The Meeting was adjourned at approximately 11:04 a.m.

Minutes taken by: \_\_\_\_\_

Christi Regnery  
Board Secretary  
Illinois State Toll Highway Authority