



## Record of Meeting | April 23, 2015

The Illinois State Toll Highway Authority (the “Tollway”) Board of Directors met in regular session on Thursday, April 23, 2015, in the Board Room of the Tollway’s Central Administration Building in Downers Grove, Illinois. The Meeting was held pursuant to By-Laws of the Tollway upon call and notice of the Meeting executed by Chair Paula Wolff 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 / Roll Call

Chair Paula Wolff called the Meeting to order at approximately 9:01 a.m. and stated that this is the regularly scheduled meeting of the Board of Directors of the Tollway. She then asked the Board Secretary to call the roll. Those Directors present and absent were as follows:

Board Members Present:	Board Members Not Present:
Chair Paula Wolff	Governor Bruce Rauner <i>[ex officio]</i>
Director Jim Banks	Acting Secretary Randall Blankenhorn <i>[ex officio]</i>
Director Terrence D’Arcy	
Director David Gonzalez	
Director Mark Peterson	
Director Jeff Redick	
Director James Sweeney	
Director Tom Weisner	
Director Earl Dotson, Jr. <i>(Entered at 9:05 a.m.)</i>	

The Board Secretary declared a quorum present.

### Public Comment

Chair Wolff opened the floor for public comment. No public comment was offered.



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## Chair's Items

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Chair Wolff called for a motion to approve the minutes of both the regular Board of Directors meeting and the Executive Session held on March 26, 2015. Director Banks made a motion for approval; seconded by Director Weisner. The motion was approved unanimously.

## STANDING COMMITTEE REPORTS

*[Director Dotson entered at 9:05 a.m.]*

Chair Wolff asked the Chair of the following standing committee to provide a report on the committee's recent activities:

### Finance, Administration and Operations Committee

Committee Chair Peterson updated the Board on the Finance, Administration and Operations Committee ("FAO Committee") meeting held Wednesday, April 15, 2015, providing the following highlights:

The FAO Committee was provided three presentations by staff. John Hauk, Insurance Risk Manager, provided a presentation on the various processes available to the Tollway for property and liability insurance procurement. The Committee discussed in detail three alternatives: a request for proposal ("RFP") for specific insurance coverages, an RFP for brokerage services, and utilizing an Illinois Department of Central Management Services ("CMS") master contract. Secondly, Rocco Zuccherro, Deputy Chief of Engineering for Planning, provided a presentation updating the Committee on commercial vehicle performance in the first quarter of 2015. A follow up presentation on the topic, for the benefit of the full Board, is planned for the Meeting. Lastly, Shana Whitehead, Chief of Business Systems, provided a presentation on the toll revenue management and maintenance program ("TRMMP") contract.

**FINANCE** presented one item for consideration: an award for customary banking services and armored car services to Bank of America for an initial period of four years in a total amount not to exceed \$1.4 million. This award was recommended pursuant to an RFP issued by the Illinois State Treasurer's Office and approved by the Committee for placement on the Board consent agenda. Bank of America received the highest score among four responses and was recommended by the Chief Procurement Officer of the Illinois State Treasurer's Office.



**BUSINESS SYSTEMS** presented one item which was reviewed and approved by the FAO Committee for placement on the consent agenda: an award of contract to Electronic Transaction Consultants Corporation for the purchase of TRMMP Services in an amount not to exceed \$13 million. The item is a Tollway Sole Source contract.

**PROCUREMENT** presented four items which were reviewed by the FAO Committee and approved for placement on the consent agenda:

- One award of contract for Navistar original equipment manufacturer truck repair services. The agency would utilize this contract on an as-needed basis for Navistar warranty work, for highly specialized repairs or when Tollway technicians cannot perform the repair work due to workload.
- One award of contract for dual-pouch plastic money bags used for the collection of toll revenue throughout the Tollway system.
- One award of contract for Tripwire software, maintenance, support and services. This software would be used for the Tollway's back-office implementation and corporate-edge environments as an additional security measure.
- One award of contract for repair and maintenance services for the existing security safes located throughout the Tollway system.

**ENGINEERING** has 14 items on the Board agenda for consideration. Of these, 13 Engineering items were presented to the FAO Committee, reviewed and approved for placement on the consent agenda:

Three of these items presented by Engineering and placed on the consent agenda are construction awards:

- One award, advertised as part of the Tollway's Small Business Set-Aside Program, to Allied Landscaping Corporation for site restoration and landscaping at the Alsip Maintenance Facility (M-1) yard along the south Tri-State Tollway (I-294).
- One award to Industria, Inc., a certified veteran-owned small business, for preventive maintenance and preservation of structural bridge elements at six locations on the Tri-State Tollway (I-94).
- One award to F. H. Paschen, S.N. Nielsen & Associates., LLC, for bridge repairs at various locations systemwide.

Two of these Engineering items presented are supplements to professional services contracts:



- One acceptance of proposal from CH2M Hill, Inc., for additional engineering services to provide intelligent transportation system and fiber optic design elements on the portion of the Elgin O'Hare Western Access ("EOWA") Project corridor from Meacham/ Medinah Road to Illinois Route 83.
- One acceptance of proposal from Alfred Benesch & Company for additional construction management services necessary to complete oversight and inspection of Jane Addams Memorial Tollway (I-90) construction contracts that have been extended into 2015.

Four of these Engineering items presented and approved are partial releases of retainage and four are final releases of retainage for completed contracts. All completed work has been performed in accordance with Tollway contract requirements and has been accepted.

Lastly, the Chief Engineer will be presenting for full Board consideration and action one additional item deferred at Committee (Engineering Item 6), a supplement for construction management services.

**LEGAL** presented five items to the Committee, each having been reviewed and approved for placement on the consent agenda:

- An Intergovernmental Agreement ("IGA") with the City of Des Plaines allowing the Tollway to relocate a City water main near Wolf Road and the Jane Addams Memorial Tollway (I-90). Cost of the relocation is budgeted separately under Tollway construction contract I-14-4211.
- A General Utility Agreement with West Shore Pipeline Company, a common carrier petroleum pipeline system that has installed pipelines on or near the Tollway right-of-way which must be relocated, protected or otherwise modified as a result of Tollway improvements. The initial relocation will be on Illinois Route 390 near Illinois Route 83. This agreement defines the processes and procedures to be followed to identify, design, construct and make payments for the relocation, removal or protection of the pipelines.
- A General Utility Agreement with Unite Private Networks, a communications company that has installed fiber optic cables on or near the Tollway right-of-way which must be relocated, protected or otherwise modified as a result of Tollway improvements. The first relocations are on Illinois Route 390 near Roselle Road.
- A General Utility Agreement with BP Pipelines, North America, an owner/operator of petroleum, natural gas and chemical pipelines that has installed pipelines on or near the



Tollway right of way which must be relocated, protected or otherwise modified as a result of Tollway improvements. The pipelines are impacted by Tollway work on the Jane Addams Memorial Tollway (I-90), Illinois Route 390, and the Tri-State Tollway.

- Approval of a Pool of Approved Outside Counsel. The Legal department solicited bids from law firms to serve in a pool of outside legal counsel available to represent the agency, particularly in six identified legal practice areas for which the Tollway most frequently engages outside attorneys: (i) labor/employment; (ii) general civil litigation; (iii) workers' compensation; (iv) legal liability counseling; (v) intellectual property; and (vi) contracts. Ten firms (of 18 evaluated) scored above the established minimum technical threshold for one or more of these categories and each would serve in the pool, with selection for future engagements to be made by the Legal department, as needed. The initial term is five years, with a five year extension option and with an approved upper limit of compensation of \$2 million.

*[End of Standing Committee Reports]*

Chair Wolff thanked Committee Chair Peterson and members of the Committee for their work. She also thanked Director Redick, Co-Chair of the Customer Service & Planning Committee, for his additional time spent to review a Business Systems item and provide recommendation to the FAO Committee.

Chair Wolff reported receiving positive comments on the recently completed work on the Jane Addams Memorial Tollway (I-90) and extended congratulations to all staff. She additionally thanked those who participated in the recent Tollway dynamic message signs ("DMS") safety message contest, complimenting the submissions received.

Without objection, Chair Wolff requested that the Meeting agenda order be amended to address first the results of dynamic message sign ("DMS") safety message contest. Chair Wolff then called on Kristi Lafleur, Executive Director.

## **Executive Director**

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**DMS Safety Message Contest:** Executive Director Lafleur informed the Board of the recent conclusion of the Tollway's DMS safety message contest, which provided Tollway customers a say in choosing messages for electronic roadway signs to help remind drivers to travel safely and to avoid dangerous driving practices. She then introduced Diana Stewart, Senior Manager of



Marketing and Communications, to provide a presentation announcing the Safety Message Contest Winners. [See attached presentation.](#)

During the presentation, Ms. Stewart recognized the contest winners, all of whom were in attendance: Caryl Whitney, impaired driver category winner for the message “Arrive alive, don’t drink and drive”; John Von Drasek, distracted driving category winner for the message “Live to see another day, put the phone away”; and Elizabeth Bryers, seatbelt category winner for the message “Buckle up – it’s like a safety hug.” Executive Director Lafleur congratulated the winners.

*[The Meeting was paused briefly to allow for photographs with the contest winners.]*

**Commercial Vehicle Performance:** Executive Director Lafleur stated that in view of the implementation in January of a 40 percent increase in toll rates for commercial vehicles (“CVs”), staff has conducted a review of the performance of CVs on the Tollway system for the first quarter of 2015. She reported that results of the review, previously provided in a presentation at the April FAO Committee meeting, are positive. Ms. Lafleur then introduced Rocco Zucchero, Deputy Chief of Engineering for Planning, to give a follow up presentation providing highlights of the review conducted of Commercial Vehicle Performance in the First Quarter of 2015. [See attached presentation.](#)

Director Weisner, referencing the recent Tollway solicitation for professional design services to develop a truck parking master plan, commended the advancement being made by the agency and suggested this additional service will provide benefit to commercial customers.

Chair Wolff inquired about the anticipated schedule for award of the design services contract to develop a truck parking master plan. Mr. Zucchero replied the contract for design services is anticipated to be presented for Board consideration in the coming one to two months.

Chair Wolff asked about the anticipated schedule for completion of the truck parking master plan once the design services contract has been awarded. Paul Kovacs, Chief of Engineering, noted that some time will be needed to define the scope of the contract. Mr. Zucchero responded that the design work for the truck parking master plan is expected to take approximately 12 months.

Chair Wolff asked if Tollway commercial customers are to be involved in the design and planning phase. Mr. Zucchero responded that the Tollway maintains regular contact with regional trucking associations and will engage the industry in the planning process, particularly with regard to potential truck parking sites.



**New Point-of-Sale Terminals:** Executive Director Lafleur reported to the Board that the Tollway's automatic coin machines ("ACMs") are currently operating well beyond their life expectancy and additionally have outdated technology and obsolete parts. With the expressed interest to solicit Board input on a potential replacement technology, she then introduced Shana Whitehead, Chief of Business Systems, to provide a presentation on New Point-of-Sale Terminals. [See attached presentation.](#)

Director Peterson asked where automatic toll payment machines ("ATPMs") are currently implemented. Ms. Whitehead responded that ATPMs are currently in use on the Indiana Toll Road, Kansas Turnpike, LA1 Expressway (Louisiana), Ohio Turnpike and New York State Bridge Authority, with additional toll road operators currently testing the technology.

Director Peterson asked the current number of ACMs on the Tollway system. Ms. Whitehead responded the Tollway has 102 ACMs, all of which are in need of replacement. Executive Director Lafleur added that an evaluation will be conducted to determine whether all current ACM locations would be identified for replacement or whether some locations might be transitioned to all-electronic tolling.

Director Sweeney asked if the "remote interventions", proposed as part of a potential ATPM roll-out, consist of live persons. Ms. Whitehead responded affirmatively.

Director D'Arcy inquired about the anticipated cost per unit of an ATPM. Ms. Whitehead, after clarifying that an RFP for ATPMs will produce more accurate pricing, estimated the current cost to be in excess of \$100,000 per unit.

Chair Wolff asked if the estimated unit cost includes maintenance. Ms. Whitehead responded in the negative.

Chair Wolff inquired how the operational costs for the ATPMs compare to the existing ACMs. Ms. Whitehead responded that current expectations are that the costs would be comparable; however, operational costs will be an important data point evaluated during the proposed "proof of concept" trial phase.

Chair Wolff inquired if the ATPM is a forward compatible system, allowing support of developing standards and advancements in mobile technologies, including smartphones, watches and tablets. Ms. Whitehead responded that this is her understanding, but their forward compatibility would be confirmed during the procurement process.



Director Peterson requested confirmation that the Tollway's ACMs collect approximately \$14 million annually and whether this amount is anticipated to increase. Ms. Whitehead confirmed, adding that increases in cash collections at these locations are expected to correspond with those being experienced in toll transactions systemwide.

Chair Wolff asked if the transitioning of a portion of transactions at these locations from coins to credit cards would be expected to reduce operational costs related to cash handling. Ms. Whitehead responded that cash handling will still be required and that while there may be savings achieved in certain operational functions, other functions required to support ATPMs may offset these savings. She noted that more substantive information regarding operational costs would be learned during the "proof of concept".

### **Consent Agenda**

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Chair Wolff reminded the Board and guests that items on the consent agenda were previously reviewed in detail in Committee.

**Finance:** Chair Wolff then began the consent agenda by calling for a motion to approve the following Finance resolution:

*Item 1: Award of contract issued through the Illinois State Treasurer's office providing the Illinois Tollway with customary banking services and armored car services to Bank of America for a four-year period, commencing September 1, 2015, in an amount not to exceed \$1,400,000.00.*

Director Banks made a motion for approval of **Finance Item 1**; seconded by Director D'Arcy. The motion was approved unanimously.

**Business Systems:** Chair Wolff inquired if there was any comment or need for discussion of the Business Systems item on the consent agenda.

Director Peterson reported that the toll revenue management and maintenance program ("TRMMP") contract was discussed in detail at the FAO Committee and asked if Director Redick had any additional comment. Director Redick noted that the TRMMP contract is consistent with that reviewed by the Customer Service & Planning Committee and with the established plan for these services.

Chair Wolff, observing that the TRMMP contract is a Tollway Sole Source item, inquired about its progress within the sole source procurement process. John Donato, Chief of Procurement,



responded that no interested party has requested a Procurement Policy Board sole source hearing be held, and as a result the procurement is moving forward for decision by the Illinois Chief Procurement Officer. Executive Director Lafleur stated that the Board will be kept apprised of any developments in the process, emphasizing that Tollway Sole Source contracts are subject to public hearing and undergo a rigorous review within the agency and by the Illinois Chief Procurement Office, pursuant to the *Illinois Procurement Code*.

Chair Wolff then called for a motion to approve the following Business Systems resolution:

*Item 1: Award of Contract 15-0010 to Electronic Transaction Consultants Corporation for the purchase of Toll Revenue Management and Maintenance Program Services in an amount not to exceed \$13,000,000.00 (Tollway Sole Source).*

Director Redick made a motion for approval of **Business Systems Item 1**; seconded by Director Peterson. The motion was approved unanimously.

**Procurement:** Chair Wolff called for a motion to approve the following Procurement resolutions:

*Item 1: Award of Contract 14-0077 to Rush Truck Centers of Illinois, Inc. (d.b.a. Rush Truck Center, Chicago); Lakeside International LLC; and Thompson Truck & Trailer, Inc. for the purchase of Navistar Truck Repair Services in an aggregate amount not to exceed \$451,625.00 (Tollway Invitation for Bids).*

*Item 2: Award of Contract 14-0080R to Secure Products, Inc. (d.b.a. Secure Products Corp.) for the purchase of Dual-Pouch Plastic Money Bags in an amount not to exceed \$270,200.00 (Tollway Invitation for Bids).*

*Item 3: Award of Contract 14-0185 to Alert IT Solutions, Inc. for the purchase of Tripwire Software, Maintenance, Support, and Services in an amount not to exceed \$269,605.98 (Tollway Invitation for Bids)*

*Item 4: Award of Contract 14-0073R to Oestreich Sales and Service, Inc. for the purchase of Safe Repair and Maintenance Services in an amount not to exceed \$234,997.50 (Tollway Invitation for Bids). [Recusal: Director D'Arcy].*

Director D'Arcy made a motion for approval of **Procurement Items 1 through 3**; seconded by Director Sweeney. The motion was approved unanimously.



Director Peterson made a motion for approval of **Procurement Item 4**; seconded by Director Dotson. The motion was approved unanimously by all voting Directors with Director D'Arcy recusing himself.

**Engineering:** Chair Wolff called for a motion to approve the following Engineering resolutions:

*Item 1: Award of Contract RR-14-4217 to Allied Landscaping Corporation for Site Restoration and Landscaping on the Tri-State Tollway (I-294) at Maintenance Facility M-1 (Alsip), in the amount of \$181,855.00.*

*Item 2: Award of Contract RR-14-5706 to Industria, Inc. for Preservation of Structural Elements on the Tri-State Tollway (I-94) from Milepost 9.7 (Washington Street) to Milepost 16.6 (Canadian National Railroad), in the amount of \$522,249.60.*

*Item 3: Award of Contract RR-15-5708 to F. H. Paschen, S.N. Nielsen & Assoc., LLC, for Systemwide Bridge Repairs on the Tri-State Tollway (I-294) at Milepost 0.10 (Canadian National Railroad), Milepost 31.0 (I-88) and Milepost 39.3 (Canadian Pacific Railroad); Reagan Memorial Tollway (I-88) at Milepost 138.65 (Salt Creek); Veterans Memorial Tollway (I-355) at Milepost 20.8 (Finley Road) and Milepost 21.5 (I-355/I-88 SW Ramp); and Jane Addams Memorial Tollway (I-90) at Milepost 17.4 (I-39, US 20), in the amount of \$834,176.52.*

*Item 4: Acceptance of Proposal from CH2M Hill Inc. on Contract I-11-4014 for Supplemental Design Services for Design Corridor Management and Design Section Engineering Services on the Elgin O'Hare Western Access (EOWA), in the amount of \$4,000,000.00 from \$66,840,422.00 to \$70,840,422.00.*

*Item 5: Acceptance of Proposal from Alfred Benesch & Company on Contract I-13-4102 for Supplemental Construction Management Services for Retaining Wall, Noise Wall and Bridge Widening, on the Jane Addams Memorial Tollway (I-90) from Milepost 74.6 (Mount Prospect Road) to Milepost 76.1 (Lee Street), in the amount of \$323,676.23 from \$3,065,313.46 to \$3,388,989.69.*

Director Dotson made a motion for approval of **Engineering Items 1 through 5**; seconded by Director Redick. The motion was approved unanimously.

Chair Wolff then called on Paul Kovacs, Chief Engineer, to present the following Engineering Item which is not included on the consent agenda:



*Item 6: Acceptance of Proposal from STV, Inc. on Contract I-13-4112 for Supplemental Construction Management Services on the Jane Addams Memorial Tollway (I-90) from Milepost 68.2 (IL 53) to Milepost 70.7 (Arlington Heights Road), in the amount of \$193,153.52 from \$2,991,238.02 to \$3,184,391.54.*

Paul Kovacs, Chief Engineer, presented for Board consideration this item, which was deferred at Committee and is not included on the consent agenda.

Director Peterson asked for clarification of the reason that additional construction management services would be needed. Mr. Kovacs responded that advance work related to a retaining wall, a noise wall and bridge widening on the Jane Addams Memorial Tollway (I-90) was delayed due to a permit issue and some required utility relocations. He continued that the supplement will provide for additional construction management services necessary to complete oversight and inspection of these construction contracts that have been extended into 2015

Chair Wolff called for a motion to approve the respective Engineering resolution presented. Director Peterson made a motion for approval of **Engineering Item 6**; seconded by Director Banks. The motion was approved unanimously.

Chair Wolff then called for a motion to approve the following Engineering resolutions:

*Item 7: Partial Release of Retainage on Contract I-13-4133 Curran Contracting Company, for Widening and Reconstruction, on the Westbound Jane Addams Memorial Tollway (I-90) from Milepost 24.9 (Genoa Road) to Milepost 33.5 (Anthony Road), by \$1,621,789.78 from \$2,729,111.78 to \$1,107,322.00.*

*Item 8: Partial Release of Retainage on Contract I-13-4134 to R. W. Dunteman Company for Widening and Reconstruction, on the Westbound Jane Addams Memorial Tollway (I-90) from Milepost 18.4 (Kishwaukee River) to Milepost 24.9 (Genoa Road), by \$992,322.67 from \$2,332,351.70 to \$1,340,029.03.*

*Item 9: Partial Release of Retainage on Contract I-13-4137 to William Charles Construction Company, LLC, for Pavement, Drainage, Guardrail and Structural Repairs, on the Westbound Jane Addams Memorial Tollway (I-90) from Milepost 17.8 (Mill Road) to Milepost 18.4 (East of Kishwaukee River), by \$344,577.17 from \$607,549.73 to \$262,972.56. [Recusals: Director D'Arcy, Director Sweeney]*



*Item 10: Partial Release of Retainage on Contract RR-14-5691 to F.H. Paschen, S.N. Nielsen & Associates, LLC, for Ramp, Drainage, Guardrail and Structural Repairs, on the Tri-State Tollway (I-294) from Milepost 10.9 (Cal-Sag Channel) to Milepost 39.4 (South of Balmoral Avenue), by \$635,023.07 from \$787,565.07 to \$152,542.00.*

*Item 11: Final Release of Retainage on Contract I-13-4147 to Divane Brothers Electric Company for Advanced Intelligent Transportation Systems (ITS) Relocation on the Jane Addams Memorial Tollway (I-90) from Milepost 54.2 (Elgin Plaza) to Milepost 79.5 (Kennedy Expressway).*

*Item 12: Final Release of Retainage on Contract I-13-4149 to Meade, Inc. for Electric Power Distribution Duct Bank and Crossroad Utility Conduit Installation on the Jane Addams Memorial Tollway (I-90) from Milepost 17.6 (Mill Road) to Milepost 53.2 (Sleepy Hollow Road).*

*Item 13: Final Release of Retainage on Contract RR-14-4176 to National Power Rodding, Inc. Drainage Structures Cleaning on the Veterans Memorial Tollway (I-355) from Milepost 12.3 (I-55) to Milepost 29.8 (Army Trail Road).*

*Item 14: Final Release of Retainage on Contract RR-13-5665 to Landmark Contractors, Inc. Ramp Reconstruction on the Tri-State Tollway (I-94) at Milepost 11.2 (IL Route 120).*

Director Banks made a motion for approval of **Engineering Items 7 and 8**; seconded by Director D'Arcy. The motion was approved unanimously.

Director Peterson made a motion for approval of **Engineering Item 9**; seconded by Director Weisner. The motion was approved unanimously by all voting Directors with Directors Sweeney and D'Arcy recusing themselves.

Director Redick made a motion for approval of **Engineering Items 10 through 14**; seconded by Director Weisner. The motion was approved unanimously.

**Legal:** Chair Wolff called for a motion to approve the following Legal resolutions:

*Item 1: An Intergovernmental Agreement with the City of Des Plaines. Cost to the Tollway: \$ 0.*

*Item 2: A General Utility Agreement – West Shore Pipe Line. Cost to the Tollway: \$ 0.*

*Item 3: A General Utility Agreement – Unite Private Network. Cost to the Tollway: \$ 0.*



Item 4: A General Utility Agreement – BP Pipelines. Cost to the Tollway: \$ 0.

Item 5: A Worker's Compensation Settlement – Don Wilch. Cost to the Tollway: As discussed in Executive Session.

David Goldberg, General Counsel, requested that Board action on this item, which is not included on the consent agenda, be deferred until after presentation and consideration in Executive Session.

Item 6: Award of Contract 13-0150 to Approve a Pool of Law Firms to be used on an as-needed basis in the areas of Labor Relations; General Civil; Workers' Compensation; Legal Liability; Intellectual Property; and Contract Matters. Cost to the Tollway: \$TBD.

Item 7: Collective Bargaining Agreement – AFSCME.

Mr. Goldberg requested that Board action on this item, which is not included on the consent agenda, be deferred until after presentation and consideration in Executive Session.

Item 8: Collective Bargaining Agreement – Teamsters.

Mr. Goldberg requested that Board action on this item, which is not included on the consent agenda, be deferred until after presentation and consideration in Executive Session.

Director D'Arcy made a motion for approval of **Legal Items 1 through 4**; seconded by Director Banks. The motion was approved unanimously.

Chair Wolff stated that action on Legal Items 5 will be deferred until after consideration by the Board in Executive Session.

Director Gonzalez made a motion for approval of **Legal Item 6**; seconded by Director Weisner. The motion was approved unanimously.

Chair Wolff stated that action on Legal Items 7 and 8 will be deferred until after consideration by the Board in Executive Session.

Chair Wolff then called on David Goldberg, General Counsel, to present the following Legal Item which is not included on the consent agenda:



Item 9: Consideration of Policy Changes for Construction Contract Workforce Provisions.

Mr. Goldberg presented for Board consideration this item, which is not included on the consent agenda. He noted during the summary that the Tollway's standing multi-project labor agreement ("MPLA") was executed in 1994 upon Board resolution and has been a component of all Tollway construction projects since. He added that the MPLA has not been reviewed in any meaningful way since that time. At the conclusion of the summary, he advised that per developments in the State of Illinois and the local construction industry, it is appropriate for the Board to review the suitability of proceeding without use of an MPLA as a special provision within the Tollway's construction contracts.

Directors and staff then discussed the legal precedent for use of project labor agreements ("PLAs") and the Tollway's standing MPLA on construction projects. Mr. Goldberg advised that the courts have upheld the legality of PLAs generally and the Tollway's MPLA, some years ago, specifically in *Colfax Corporation v. Illinois State Toll Highway Authority*.

Director Sweeney and Director Weisner highlighted the advantages of PLAs in avoiding disruptions to Tollway construction projects which may be caused by laborers who elect to strike or those electing to honor the picket lines of other striking laborers, both actions prohibited pursuant to the agreement.

Director Gonzalez commented that the City of Chicago Heights, where he serves as Mayor, does not utilize PLAs and awards contracts to the most responsible bidder, of which approximately 75% have been union firms. He continued that the practice has created jobs within the City, allowing small-businesses to pay the prevailing wage and co-exist with larger union firms. He contended that a large majority of Tollway work would likely continue to be awarded to union firms even were the Tollway's MPLA to be terminated, with the added benefit of expanding opportunities for small-businesses to compete. He provided as an example Engineering Item 1 on the Board agenda, a small business set-aside contract for site restoration and landscaping in an amount of approximately \$200,000 that received only two bid responses, questioning whether the response rate would have been greater if non-union firms that pay prevailing wages were able to bid.

Director Sweeney commented that the Board members, and he personally, have reached out to many small businesses that are now successfully participating, in growing numbers, in the expanded opportunities made available to them for Tollway work. He suggested that the impediment to greater growth in small business participation is not wage levels but bonding



requirements. He then reiterated his concern that terminating the Tollway's MPLA will unnecessarily expose Tollway work to costly delays from potential labor strikes and would not be in the best interest of the agency or Tollway bond holders.

Chair Wolff reminded Directors that an owner-controlled insurance program and other measures to assist with bonding requirements are currently being examined as part of the Tollway's most recent diversity initiative to increase access of small and disadvantaged, minority- and woman-owned enterprises to contract opportunities.

Director Sweeney additionally suggested that reducing labor protections will have the effect of giving advantage to out-of-state businesses to the detriment of Illinois businesses and Illinois workers. He proposed that a review or tweaking of the MPLA would be prudent but that termination of the agreement would be disastrous and ill-conceived.

Director D'Arcy expressed concern that non-union laborers will not have received the benefit of apprenticeship and that a reduction in skilled labor will have negative safety implications to Tollway work sites.

Director Peterson asked about the Tollway's use of PLAs prior to the implementation of the standing MPLA in 1994 and what the impetus was for its implementation. David Wilson, Senior Assistant Attorney General, responded that it is his understanding that PLAs were used by the Tollway prior to 1994 on specific construction projects during the widening of the Tri-State Tollway. He further stated that he is not aware of the motivation for the decision to implement the MPLA.

Chair Wolff requested confirmation that the termination of the MPLA would not prohibit the agency from using PLAs on projects in the future. Mr. Goldberg confirmed, explaining that there would be no legal impediment to the Tollway's use of PLA's as warranted on a case-by-case basis on specific construction projects.

Director Sweeney suggested that project specific PLAs can be used as a negotiating tool by labor unions.

There being no further discussion, Chair Wolff stated her intent to take a vote on Legal Item 9 by voice unless otherwise preferred. Director Weisner requested a roll call vote.

Mr. Goldberg then expressed a preference to read aloud for the benefit of the record the resolution to be put to vote, stating as follows:



*The Board hereby resolves and directs the Tollway to take all appropriate measures so that the agreement known as the Multi-Project Labor Agreement (and addendum thereto), previously executed on or about April 29, 1994, shall be terminated effective as of May 1, 2015, with respect to Tollway construction projects for which bids are opened on or after May 1, 2015. Furthermore, it shall be the policy of the Board that with respect to said projects the Multi-Project Labor Agreement will no longer be applied to or made a part thereof.*

Chair Wolff called for a motion to approve the respective Legal resolution as read. Director Dotson made a motion to approve **Legal Item 9** as read; seconded by Director Gonzalez. Chair Wolff called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gonzalez, Director Dotson, Director Redick, Director Banks, Director Peterson, Chair Wolff (6)

Nays: Director Sweeney, Director Weisner, Director D'Arcy (3)

The motion to approve PASSED.

### Executive Session

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At approximately 10:13 a.m., David Goldberg, General Counsel, indicated the need to discuss Tollway matters related to performance of specific employees, collective bargaining negotiations, and litigation involving the Tollway, pursuant to Sections 2(c)(1), 2(c)(2) and 2(c)(11) of the *Illinois Open Meetings Act*. Director Weisner made a motion to, pursuant to the sections noted, enter into Executive Session; seconded by Director D'Arcy. The motion was approved unanimously.

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

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At approximately 11:03 a.m. the Board re-entered the public session of the Meeting.

Chair Wolff called for a motion to approve **Legal Item 5**. Director Banks made a motion for approval; seconded by Director Peterson. The motion was approved unanimously.

Chair Wolff called for a motion to approve **Legal Item 7**. Director D'Arcy made a motion for approval; seconded by Director Weisner. The motion was approved unanimously.



Minutes of the  
**Regular Board of Directors Meeting**

Chair Wolff called for a motion to approve **Legal Item 8**. Director Weisner made a motion for approval; seconded by Director Redick. The motion was approved unanimously.

**Adjournment**

There being no further business, Chair Wolff requested a motion to adjourn. Motion to adjourn was made by Director Peterson; seconded by Director Banks. The motion was approved unanimously.

The Meeting was adjourned at approximately 11:06 a.m.

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

Christi Regnery  
Board Secretary  
Illinois State Toll Highway Authority



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## **Safety Message Contest Winners**

**April 23, 2015**

An electronic overhead message sign with a black background and yellow LED text. The sign is mounted on a white metal structure against a blue sky background. The text on the sign reads "SOUND OFF ABOUT SAFETY" in two lines.

**SOUND OFF  
ABOUT SAFETY**

- **Asked customers to suggest messages in three categories: impaired driving, distracted driving and not wearing seat belts.**
- **Winners in each category will see their message in lights on 37 electronic overhead message signs.**
- **Received 642 entries and the top five messages in each category were posted online for public voting.**
- **After more than 22,000 votes, the winners are...**





SOUND OFF  
ABOUT SAFETY

## Impaired Driving

WANT TO ARRIVE?  
DON'T  
DRINK AND DRIVE!

**Caryl Whitney from Chicago**





SOUND OFF  
ABOUT SAFETY

## **Distracted Driving**

LIVE TO SEE  
ANOTHER DAY  
PUT THE PHONE AWAY!

**John Von Drasek from Countryside**



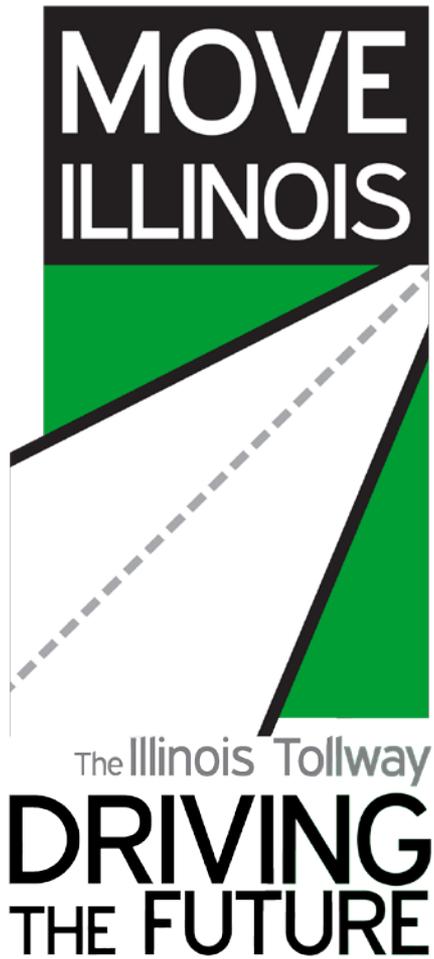


SOUND OFF  
ABOUT SAFETY

## Not Wearing Seatbelts

BUCKLE UP  
IT'S LIKE A  
SAFETY HUG

Liz Bryers from Carol Stream



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# Commercial Vehicle Performance First Quarter 2015

April 23, 2015

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# Agenda

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- ▶ **Overview**
- ▶ **Metrics we monitor**
- ▶ **Initial summary of metrics**
- ▶ **Early trends**
- ▶ **Next steps**

# Overview

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- ▶ **Toll increase effective January 1, 2015**
  - ▶ 40 percent increase
  - ▶ Overnight discount (10 p.m. to 6 a.m.)
  - ▶ No differential for cash or I-PASS
  
- ▶ **Monitoring initial results**
  - ▶ Data set compares 2014 YTD to 2015 YTD (through April 5, 2015)
  - ▶ Jane Addams Memorial Tollway (I-90) western segment is complete
  - ▶ Compare actual performance to forecast performance
  
- ▶ **Continue communication with trucking industry**



# Tollway Monitors Comprehensive Data

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*Tollway monitors data for both passenger cars (PC) and commercial vehicles (CV)*

- ▶ **Plaza transactions and revenue**
- ▶ **Vehicle classification**
- ▶ **Time of day**
- ▶ **I-PASS compared to cash**
- ▶ **Weather**
- ▶ **Construction**
- ▶ **Delays**
- ▶ **Crash rates**

# Initial Summary of Metrics

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*In the first three months of 2015, the Tollway has seen an increase in overall transactions of all traffic*

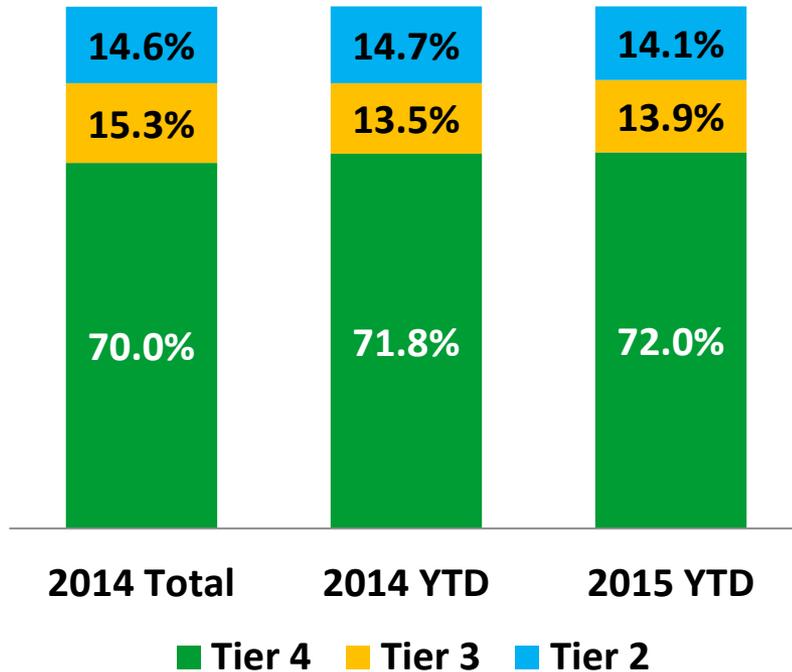
- ▶ **Overall transactions are up 6.4 percent for all traffic year to date\***
  - ▶ Passenger cars (PC) up 6.8 percent
  - ▶ Commercial vehicles (CV) up 3.4 percent
- ▶ **Consistent amount of CV transactions year to date**
  - ▶ 2014: 12.2 percent of total systemwide
  - ▶ 2015: 11.9 percent of total systemwide
- ▶ **Overall revenue up 20.4 percent**
  - ▶ Increase in percentage of CV revenue year to date
    - ▶ 2014: 35.9 percent of total systemwide
    - ▶ 2015: 43.3 percent of systemwide

*\*YTD through April 5, 2015*

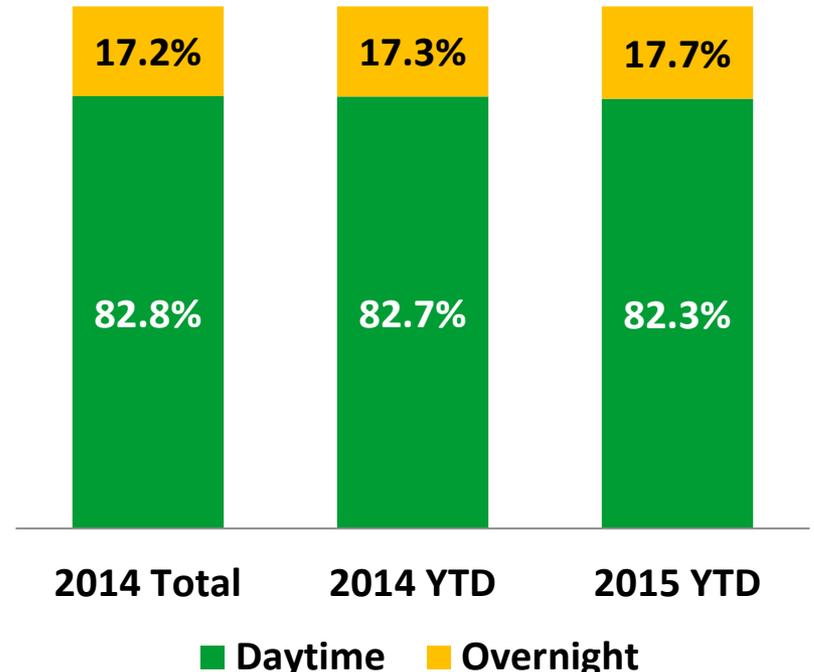
# Little Change in CV Traffic Travel Habits

*Composition of CV traffic (by vehicle class) remains the same and the vast majority continue to travel during the daytime*

CV Transactions by Rate Tier



CV Transactions by Time of Day

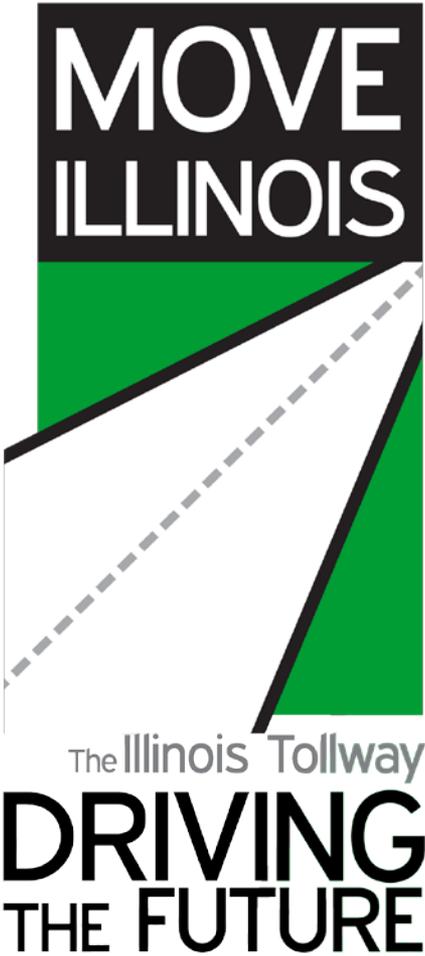


\*YTD through April 5, 2015

# Next Steps

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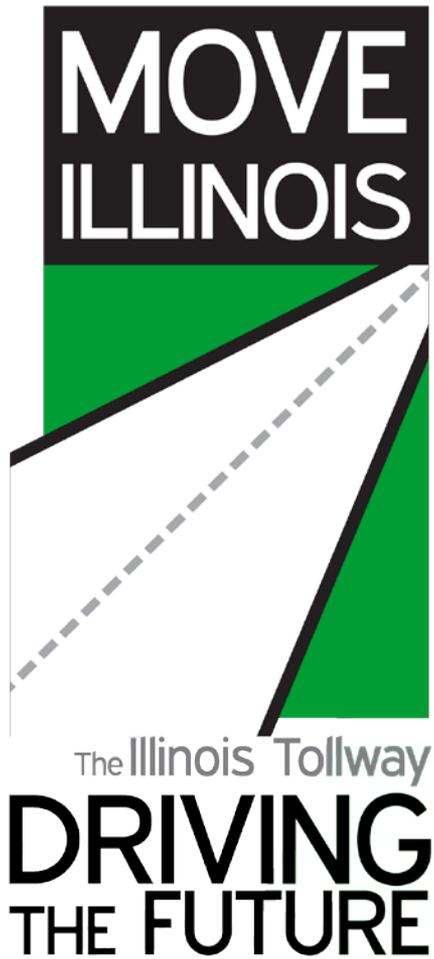
- ▶ **Continue performance monitoring of all traffic**
  - ▶ Additional metrics to be monitored and measured?
- ▶ **Continue outreach and coordination with the trucking industry**
  - ▶ Newsletter anticipated
  - ▶ Freight plan developed
- ▶ **Making future accommodations for potential truck parking**
  - ▶ Professional Service Bulletin item for Design Upon Request contract for truck parking master plan and design



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**THANK YOU**

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# Appendix

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# CV Generated Revenue by Corridor

- ▶ Highest CV revenue generated from the Tri-State Tollway
- ▶ Most heavily traveled roadway on the system

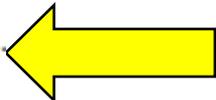
Corridor	Percent of Revenue <sup>(1)</sup>
Jane Addams Memorial Tollway (I-90)	19
Tri-State Tollway (I-294/I-94)	51
Reagan Memorial Tollway (I-88)	17
Veterans Memorial Tollway (I-355)	13
<b>Total percent of Tollway revenue</b>	<b>100</b>

*(1) 2014 adjusted expected revenues are unaudited and preliminary.*



# Benchmarking CV Toll Rates

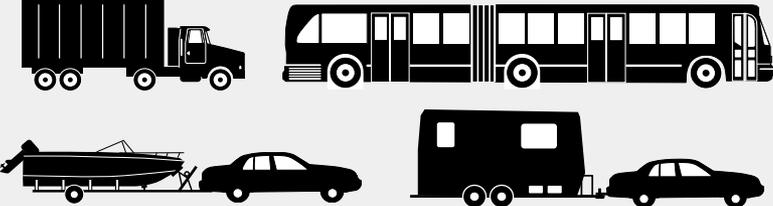
Truck (Five-Axle) Published Toll Rates by Agency, Electronic (I-Pass for Illinois Tollway)		
Agency	\$ / Mile (Facility Weighted)	Last Toll Rate Change
Skyway Concession Company (IL)	3.231	January 1, 2015
Adams Avenue Parkway, Inc (UT)	2.500	June 27, 2001
Harris County Toll Road Authority (TX)	1.981	September 7, 2013
Northwest Parkway, LLC (CO)	1.474	January 1, 2014
Transportation Corridor Agencies (CA)	1.283	July 1, 2014
Central Texas Regional Mobility Authority (TX)	1.183	January 1, 2015
E-470 Public Highway Authority (CO)	1.157	January 1, 2015
Toll Road Investors Partnership II (VA)	1.086	April 11, 2014
Maryland Transportation Authority (MD)	0.991	November 9, 2014
Cameron County Regional Mobility Authority (TX)	0.870	June 5, 2013
Fort Bend County Toll Road Authority (TX)	0.853	November 22, 2014
Metropolitan Washington Airports Authority (VA)	0.784	January 1, 2014
North Carolina Turnpike Authority (NC)	0.755	January 1, 2015
Tampa-Hillsborough County Expressway Authority (FL)	0.720	July 1, 2014
DBi Services (VA)	0.710	January 3, 2013
Miami-Dade Expressway Authority (FL)	0.705	November 15, 2014
SH 130 Concession Company, LLC (TX)	0.682	November 11, 2014
Florida Turnpike Enterprise (FL)	0.666	September 5, 2014
North Texas Tollway Authority (TX)	0.663	May 11, 2014
North East Texas Regional Mobility Authority (TX)	0.609	January 1, 2015
Osoeola County (FL)	0.565	October 6, 2014
South Carolina Department of Transportation (SC)	0.551	March 30, 2008
San Diego Association of Governments (CA)	0.550	June 30, 2012
Connector 2000 Association (SC)	0.531	January 1, 2012
Delaware Department of Transportation (DE)	0.511	August 1, 2014
Pennsylvania Turnpike Commission (PA)	0.508	January 4, 2015
<b>Illinois State Toll Highway Authority (IL)</b>	<b>0.491</b>	<b>January 1, 2015</b>
Texas Department of Transportation (TX)	0.487	January 1, 2015
City of Chesapeake (VA)	0.438	May 1, 2011
Mid-Bay Bridge Authority (FL)	0.400	January 6, 2014
New Jersey Turnpike Authority (NJ) - New Jersey Turnpike	0.385	January 1, 2012
South Jersey Transportation Authority (NJ)	0.341	May 18, 2010
Massachusetts Department of Transportation (MA)	0.332	October 15, 2013
Central Florida Expressway Authority (FL)	0.329	July 1, 2012
Richmond Metropolitan Transportation Authority (VA)	0.294	September 8, 2008
New York State Thruway Authority (NY)	0.266	January 3, 2010
Indiana Toll Road Concession Company (IN)	0.253	July 1, 2014
Maine Turnpike Authority (ME)	0.237	November 1, 2012
New Hampshire Department of Transportation (NH)	0.209	July 1, 2009
Oklahoma Turnpike Authority (OK)	0.195	August 4, 2009
West Virginia Parkways, Economic Development, and Tourism Authority (WV)	0.184	August 1, 2009
Florida Department of Transportation (FL)	0.177	July 1, 2014
Virginia Department of Transportation (VA)	0.150	July 1, 1999
Kansas Turnpike Authority (KS)	0.128	February 1, 2013
Ohio Turnpike and Infrastructure Commission (OH)	0.073	January 1, 2015
<b>Grand Total</b>	<b>0.628</b>	



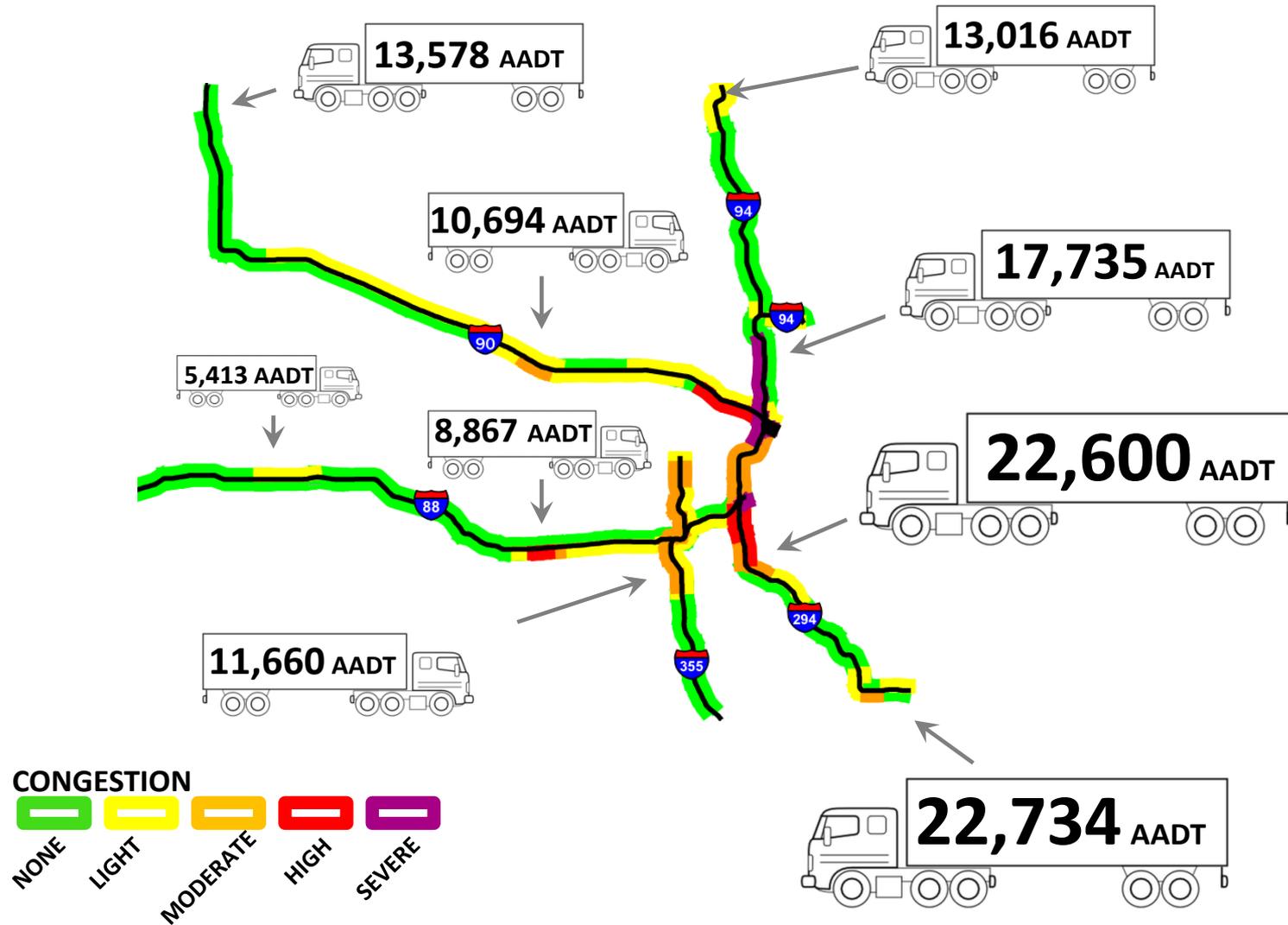
Updated January 5, 2015; data from CDM Smith National Toll Rate Database

\* I-Pass is 87.7% of Tollway Truck Transactions (2014)

# CV Classification

Vehicle Category	Description
<p><b>Small Truck</b></p>	<p>2 axles/6 tires; single unit trucks, buses</p> 
<p><b>Medium Truck</b></p>	<p>3 and 4 axles; trucks, buses, auto with 1-2 axle trailers</p> 
<p><b>Large Truck</b></p>	<p>5+ axles; trucks, auto with 3 axle trailer</p> 

# 2013 Usage and Congestion



# Seeing an Increase in CV Traffic

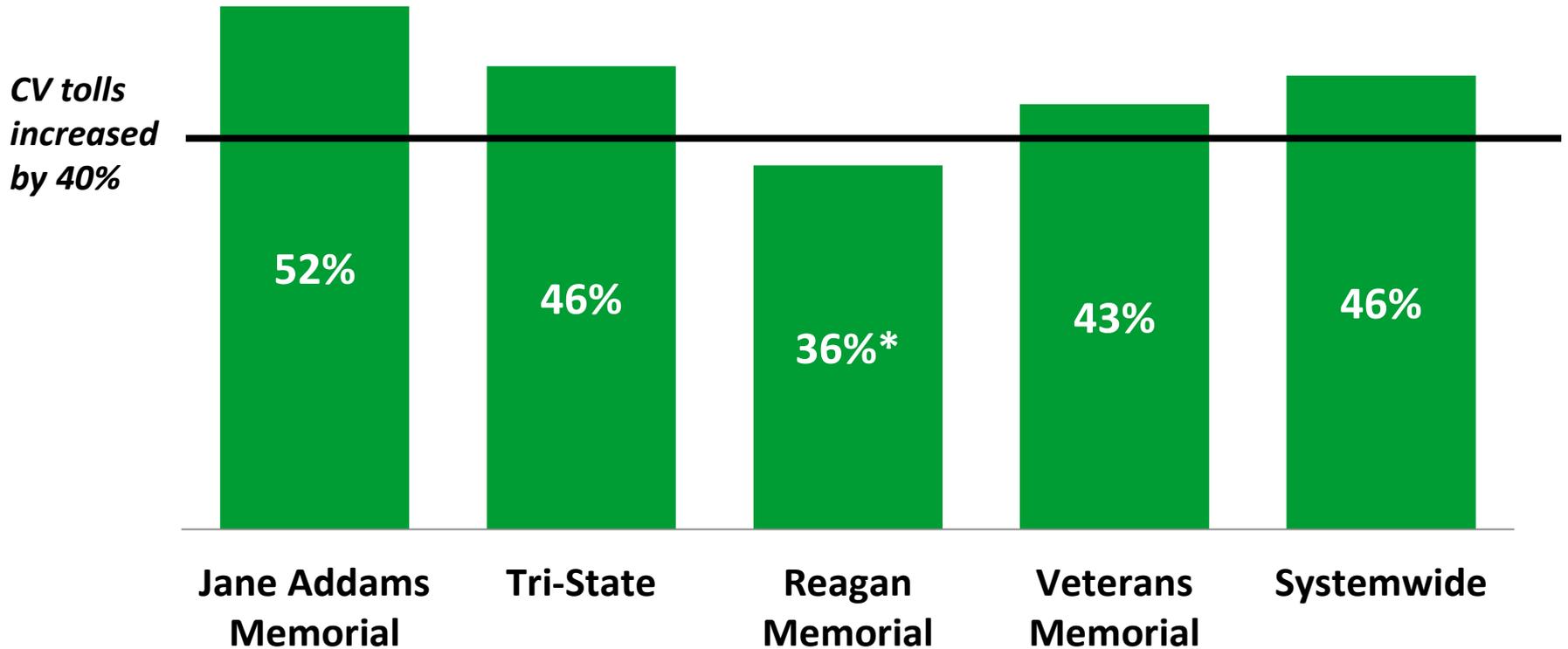
**Overall traffic of commercial vehicles increased by 3.4 percent from 2014 YTD to 2015 YTD\***

Location		CV % Change YTD
<b>By Mainline Plaza</b>		
Jane Addams	1: South Beloit	4.4%
	5: Belvidere	14.5%
	7: Marengo/Hamp	31.6%
	9: Elgin	8.9%
	17: Devon Ave	0.2%
	19: River Rd	-2.6%
Tri-State	21: Waukegan	3.4%
	24: Edens Spur	-3.2%
	29: Touhy Ave	3.7%
	33: Irving Park Rd	5.0%
	35: Cermak Rd	6.6%
	36: 82nd St	6.4%
	39: 83rd St	6.8%
	41: 163rd St	-5.1%
	43: I-80 WB	0.5%
45: I-80 EB	1.3%	

Location		CV % Change YTD
<b>By Mainline Plaza</b>		
Reagan	51: York Rd	0.4%
	52: Meyers Rd	2.5%
	61: Aurora	-3.5%
	66: Dekalb	-6.2%
	69: Dixon	-1.2%
Veterans	73: Army Trail Rd	3.6%
	89: Boughton Rd	1.7%
	99: Spring Creek	1.2%
<b>By Route</b>		
Jane Addams		4.6%
Tri-State		4.5%
Reagan		-2.1%
Veterans Memorial		2.9%
<b>SYSTEMWIDE</b>		<b>3.4%</b>

\*YTD through April 5, 2015

# Change of CV Revenue by Corridor



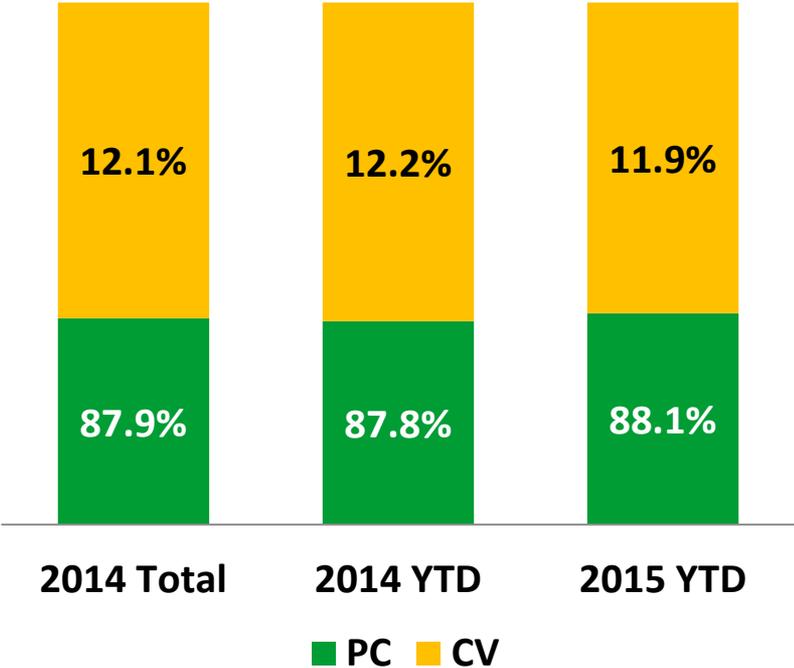
\*Reflects re-routing to I-90 after construction was complete

\*YTD through April 5, 2015

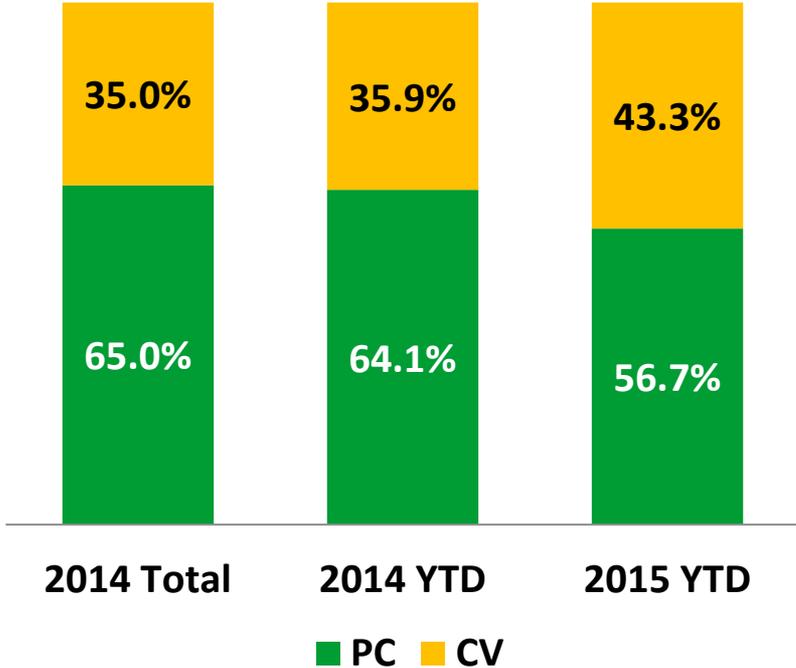
# PC and CV Transaction and Revenue Data

- ▶ Majority of transactions are by passenger vehicles
- ▶ Passenger vehicles comprise nearly 60 percent of revenue

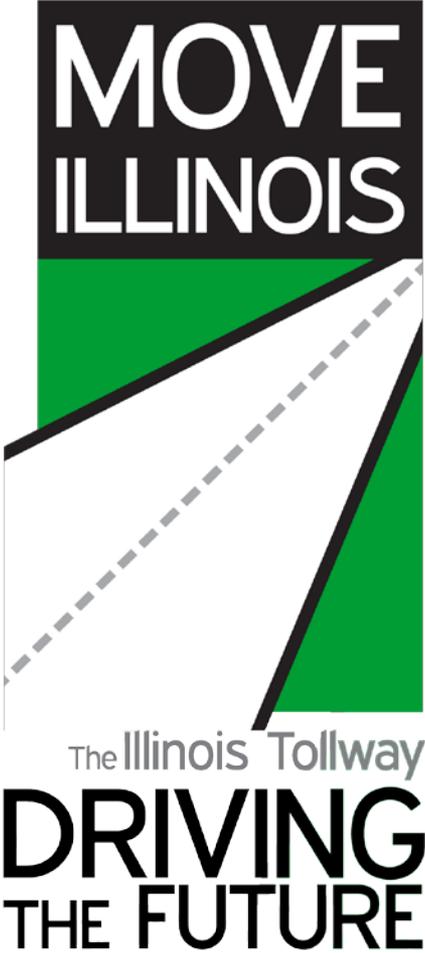
Revenue by Vehicle Class



Revenue by Vehicle Class



\*YTD through April 5, 2015



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**THANK YOU**

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**New Point-of-Sale Terminals**  
**Board of Directors Meeting**

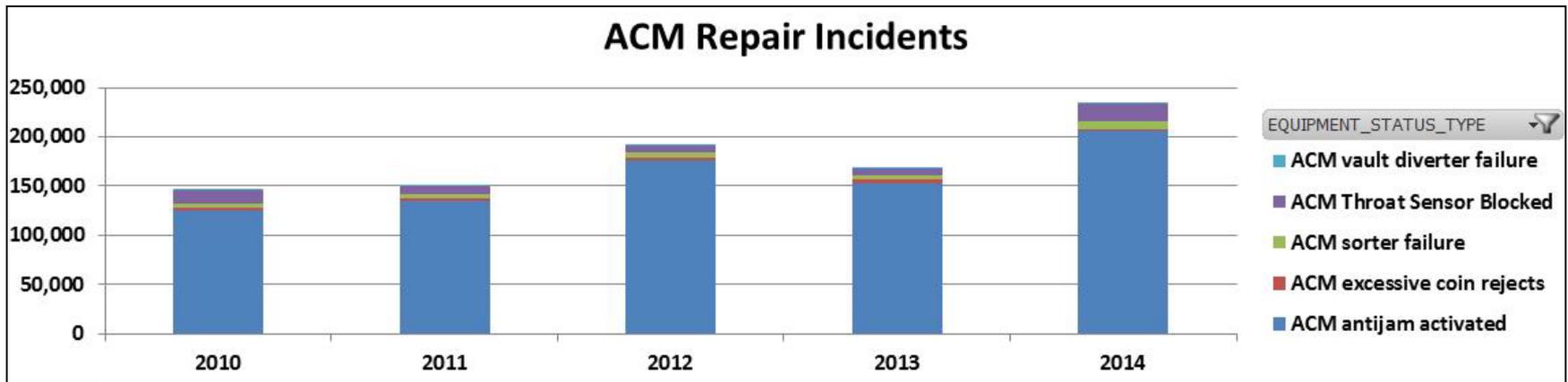
**April 23, 2015**

# Automatic Coin Machines (ACMs) Are Beyond “End of Life”

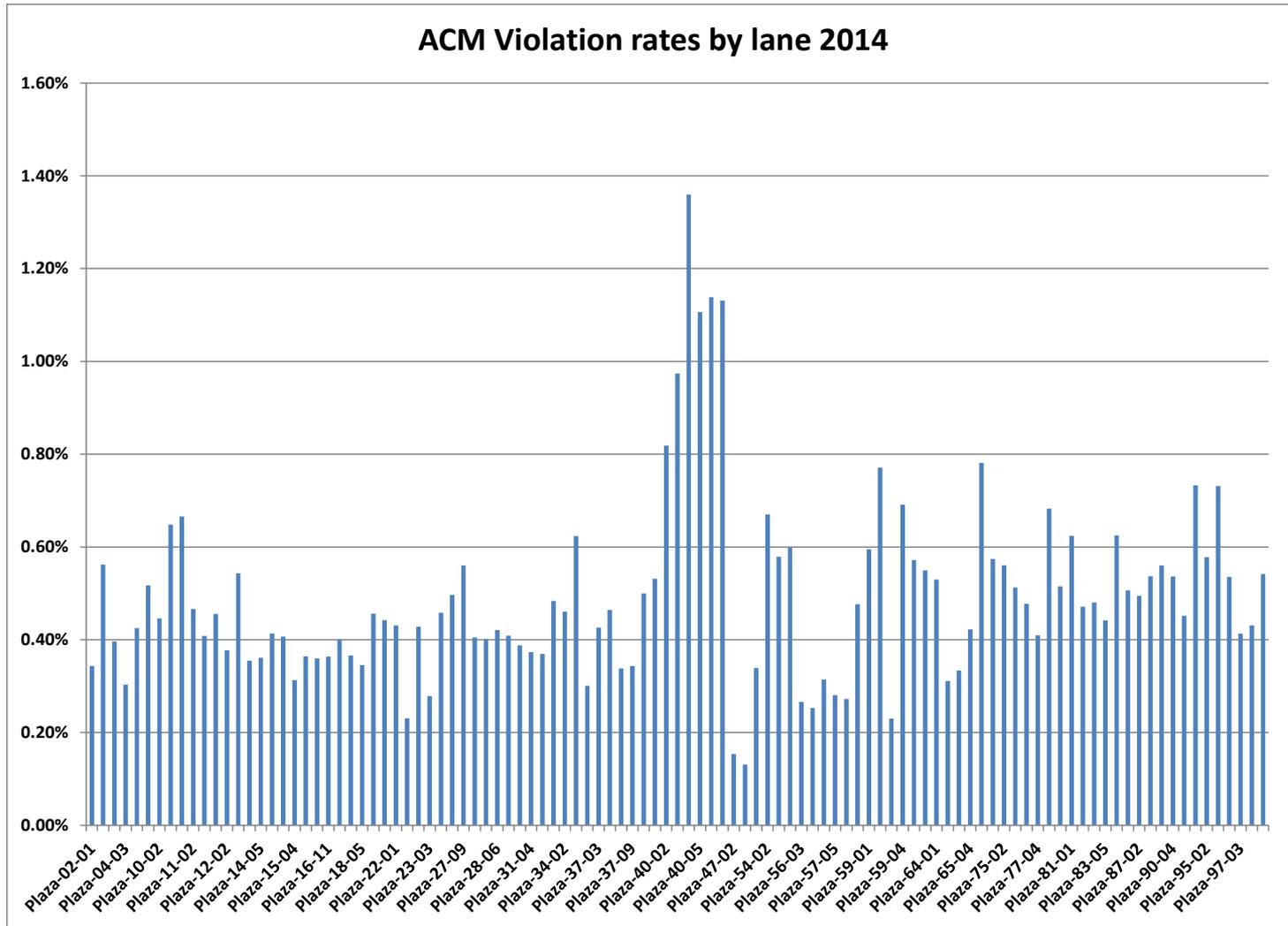
- Current ACMs are older than 20 years, some functioning with parts that are even older
- 102 ACMs collect approximately \$14 million every year
- Manufacturer went out of business in 2011 and spare parts are dwindling
- ACM technology is outdated, especially when the cash rate for a toll can exceed \$1



# Maintenance Incidents Have Increased as ACMs Age



# ACM Violation Rates Are Relatively Low

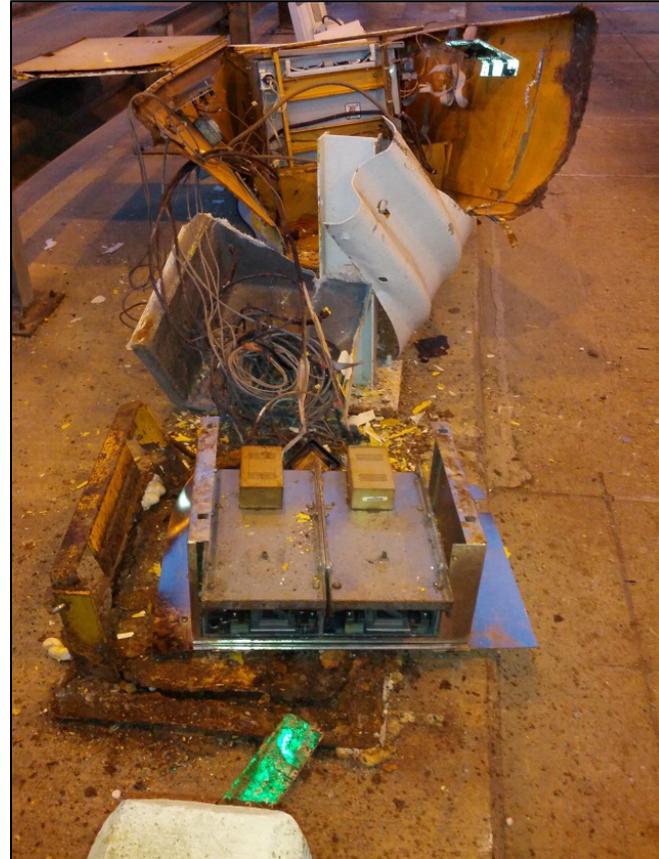
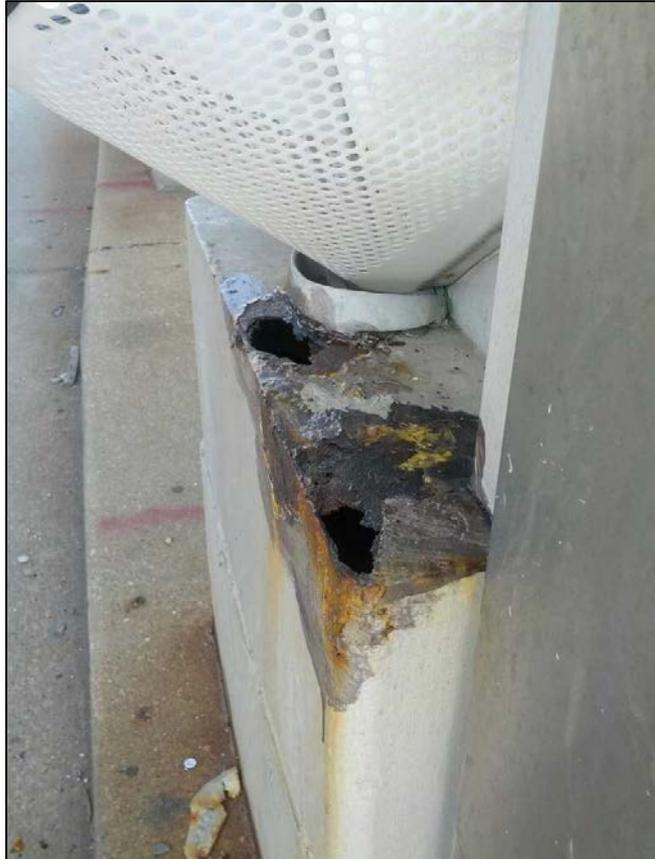


# The Tollway Protects Customers from ACM Maintenance Incidents

- **24/7 monitoring of equipment and automatic suppression of violation images between the time an incident is recorded and the time it is verified as being corrected**
- **24/7 deployment of lane maintenance teams to quickly address maintenance incidents**
- **All customer disputes regarding violations recorded in ACM lanes are carefully researched**
  - In 2014, the Tollway researched 255 ACM disputes, which represents .001 percent of all ACM coin transactions during that year
  - Of the 255 ACM disputes, 28 resulted in the dismissal of violations



# Maintenance Trends Pose Challenges in Keeping Up with Needed Replacements



# Automatic Toll Payment Machines (ATPMs) Are Increasingly Common in Tolling Industry



# ATPMs Have Many Potential Features

- **Accept coins**
- **Accept paper bills**
- **Accept credit cards with a swipe**
- **Accept credit cards with a tap**
- **Produce receipts**
- **Touch screen to help customer identify appropriate rate**
- **Button to immediately access remote customer service**
- **Video of transaction**



# Key Benefits of ATPMs

- **Enable continued cash collection on strategic ramps**
- **Improve alignment with leading toll practices for smaller scale cash collection points**
  - ❑ Indiana Toll Road
  - ❑ Kansas Turnpike
  - ❑ LA1 Expressway (Louisiana)
  - ❑ Ohio Turnpike
  - ❑ New York State Bridge Authority



# Plan for Introducing ATPMs

- **Summer 2015 – Request for Proposal (RFP)**
- **Spring/Summer 2016 – Complete proof of concept**
  - Proof of concept for traffic flow in lanes
  - Proof of concept for integration with back-office
- **Summer/Fall 2016 – Commence ATPM “roll-out”**
- **Summer/Fall 2017 – Complete ATPM “roll-out,” including full maintenance program that enables extensive remote interventions, as well as rapid responses of personnel to lanes**



# Anticipated New Tollway Operations

- Integration with lane technology
- Remote maintenance team for immediate customer service
- Roving maintenance team for onsite response
- Receipt paper restocking and troubleshooting issues with dispensing of receipts
- Video maintenance, access and archiving



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# Questions?





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**THANK YOU**