



Record of Meeting | February 25, 2016

The Illinois State Toll Highway Authority (the "Tollway") Board of Directors met in regular session on Thursday, February 25, 2016 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., stating that this is the regularly scheduled meeting of the Board of Directors of the Tollway. He invited 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:	Board Members Not Present:
Chairman Bob Schillerstrom	Governor Bruce Rauner <i>[ex officio]</i>
Director Jim Banks	Secretary Randall Blankenhorn <i>[ex officio]</i>
Director Earl Dotson, Jr.	Director Corey Brooks
Director Joe Gomez	
Director David Gonzalez <i>(entered at 9:14 a.m.)</i>	
Director Craig Johnson	
Director Nick Sauer	
Director James Sweeney	

The Board Secretary declared a quorum present.

Public Comment

Chairman Schillerstrom opened the floor for public comment.

Robert Baker, President of the *Save our Community Coalition*, addressed the Board. Mr. Baker expressed his gratitude to Gustavo Giraldo, Chief of Diversity and Strategic Development, and



Greg Bedalov, Executive Director, for recently meeting with him. He stated he is encouraged that his regular public comments to the Board concerning participation of African Americans are being heard. He urged the Board to continue to advance initiatives to increase workforce diversity and suggested that labor unions be encouraged to play an active role in addressing diversity within the industry.

Chairman's Items

Item 1: Approval of the Minutes of the regular Board of Directors meeting held January 25, 2016.

Chairman Schillerstrom called for a motion to approve **Chairman's Item 1**, the Minutes of the regular Board of Directors meeting held on January 25, 2016, as presented. Director Banks made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Schillerstrom called for a vote. The motion PASSED by unanimous vote of those Directors present; Director Gonzalez having not yet entered.

Chairman Schillerstrom stated that action on Chairman's Item 2, the Minutes of the Executive Session of the Board of Directors meeting held on January 25, 2016, will be deferred until after consideration in Executive Session.

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 Gomez updated the Board on the Finance, Administration and Operations Committee ("FAO Committee") meeting held Thursday, February 18, 2016, providing the following highlights:

FINANCE presented two items which were approved by the Committee for placement on the Board agenda with a recommendation for approval:

- An award of contract to Vantiv, LLC., to continue merchant card processing for I-PASS transactions, violation payments, and other payments to the Tollway through May 2018;
- Authorization to issue \$300 million of fixed-rate bonds to finance *Move Illinois* projects, and approval of underwriter assignments for each of the next two bond transactions.



PROCUREMENT presented seven items which were approved by the Committee for placement on the Board agenda with a recommendation for approval:

- A request to utilize Department of Central Management Services master contracts to purchase 12 police pursuit vehicles for Illinois State Police District 15.
- Six Tollway invitations for bid to purchase off-road equipment; tripwire software and related items; luminaires and components; equipment trailers; walk-behind concrete saws; and wood sign posts.

ENGINEERING presented 16 items which were reviewed and approved by the Committee for placement on the Board agenda with a recommendation for approval:

- Ten construction contracts, four of which are small business set-asides with three firms serving as prime contractor for the first time;
- One professional services contract for work on the Elgin O'Hare Western Access corridor and one professional services contract supplement for additional construction management services at the Pine Dunes Wetland Mitigation facility; and
- Four construction contract extra work orders/change orders.

An additional small business set-aside contract, which was not ready for presentation at Committee due to timing of the bid opening, will be presented to the full Board for consideration today.

The final Engineering item, deferred at Committee, is related to land acquisition and will be reviewed in Executive Session prior to full Board consideration.

LEGAL presented four intergovernmental agreements ("IGAs") which were approved by the Committee for placement on the Board agenda with a recommendation for approval:

- An IGA with the Village of Schaumburg and Cook County;
- A Second Addendum to an IGA with the Illinois Community College Board to utilize resources for increasing the capacity of small construction firms;
- A First Addendum to an IGA with the Illinois Department of Commerce and Economic Opportunity for technical assistance to small businesses;
- An IGA with the Illinois Department of Transportation ("IDOT") pertaining to the transfer of parcels between the Tollway and IDOT.

An additional item, which authorizes the assignment of bond counsel for the Tollway's next bond transaction, will be presented to the full Board for consideration today.



Finally, two land administrative settlement items and a workers' compensation settlement, each deferred at Committee, will be reviewed in Executive Session prior to consideration by the full Board.

Diversity & Inclusion Committee

In the absence of Committee Chair Brooks, Executive Director Bedalov updated the Board on the Diversity & Inclusion Committee meeting held Thursday, February 18, 2016, providing the following highlights:

Staff provided an overview of the Career Opportunities Expo being held February 26th at the New Beginnings Church of Chicago. The Expo will help connect prospective workers with public- and private-sector employers and jobs as part of the Tollway's ongoing focus on diversity issues and initiatives. Registration has reached capacity, having in excess of 1,000 attendees registered. Attendees will have the opportunity to meet one-on-one with more than 50 businesses, state agencies, construction trades and organizations that will provide information about employment readiness and job opportunities. The event will also include breakout sessions that highlight information on construction career opportunities and training programs, as well as training in resume building and interviewing skills.

Staff also provided an overview of the Diversity Advisory Council ("DAC") meeting held on February 3rd at which the timeline for the subcommittees to finalize their recommendations was discussed. These recommendations, along with the recommendations of the Disparity Study, will serve as resources for preparation of the Committee's final report, anticipated to be presented to the Board in May. Notable ideas emanating from the DAC meeting included rebranding the mentor/protégé program being developed for construction and to include Illinois Road Builders in its development. Other ideas included continuing the unbundling of contracts, focusing on increasing opportunities for veterans, and establishing a technical assistance program for goods and services firms.

An update on the Tollway's Small Business Program was also provided by staff. The program would allow the Tollway to set goals for registered small businesses on construction contracts. The agency is currently finalizing the small business special provision to be inserted into all contracts containing a small business goal, and working with the State Procurement Office to ensure that the program adheres to state procurement rules. The first projects with a small business goal are anticipated to be selected later this year.

Finally, the Tollway announced that the technical assistance programs with the Illinois Black Chamber of Commerce and the Hispanic American Construction Industry Association will be



fully operational by the end of the first quarter. The Tollway will also be extending the agreements to continue operating the Construction Business Development Center (CBDC) and the Construction Coaching for Growth (CC4G) programs through the end of December. Those agreements were set to expire in March. Meanwhile, the Tollway will be advertising a new request for proposal (“RFP”) for construction technical assistance programs by the end of March. Additionally, the Tollway is preparing an RFP in the first quarter of 2016 for new diversity management software.

[End of Committee Reports]

Having no further items, Chairman Schillerstrom called on Executive Director Greg Bedalov.

Executive Director

Outreach: Executive Director Bedalov reported on his recent attendance at the Hispanic American Construction Industry Association’s 37th Annual Awards Banquet and his planned attendance at HNTB’s national THINK: Infrastructure forum. He emphasized it is a priority for the agency to accept invitations like this in order to promote the Tollway and its commitments to technology, jobs, environmental sustainability and economic development while delivering its capital programs on schedule and within budget.

Employment Plans: Executive Director Bedalov reported that the agency has recently filed its annual Employment Plans with the Illinois General Assembly, outlining goals and objectives for diversifying the Tollway’s workforce through recruitment, hiring, promotion, and retention of African-Americans, Latinos and Asian-Americans at supervisory, technical, professional and managerial levels. He noted the agency also voluntarily submitted an African American Employment Plan to demonstrate the importance placed by the Tollway on hiring a workforce that reflects the diversity of Illinois.

Got it. Do it. Done: Executive Director Bedalov reported that the Tollway’s “Got it. Do it. Done.” campaign launched in December focusing on updating I-PASS accounts. He explained that the agency is alerting drivers that replacement “smart credit cards” being issued by financial institutions may have new account numbers or new expiration dates that must be updated to keep their I-PASS accounts in good standing. He highlighted that the innovative techniques used by the Tollway’s Communications team have successfully generated a 60 percent increase in credit card updates, as compared to last year.

[Director Gonzalez entered the Meeting at approximately 9:14 a.m.]



Items for Consideration

Chairman Schillerstrom reminded those in attendance that each of following items for consideration, with some exceptions which are noted, has been reviewed in detail, discussed and approved at committee for placement on the Meeting agenda with the relevant committee's recommendation for Board approval.

Finance

Item 1: Award of Contract 15-0160 to Vantiv LLC for the purchase of Merchant Card Processing Services in an amount not to exceed \$32,000,000.00 (Tollway Sole Source).

Chairman Schillerstrom called for a motion to approve **Finance Item 1**. Director Banks made a motion for approval; seconded by Director Sweeney. 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 Sweeney, Director Dotson, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 2: Authorization to assign Underwriters for the next two bond issues and to increase authorized new money bond issuance for the Move Illinois Program by \$300 million.

Chairman Schillerstrom called for a motion to approve **Finance Item 2**. Director Johnson 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 Johnson, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Procurement



Item 1: Award of Contract 16-0015 to Morrow Brothers Ford, Inc. for the purchase of Police Pursuit Vehicles in an amount not to exceed \$324,475.00 (Order Against CMS Master Contract).

Chairman Schillerstrom called for a motion to approve **Procurement Item 1**. 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 Sauer, Director Johnson, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 2: Award of Contract 14-0095 to McCann Industries, Inc. and Atlas Bobcat LLC for the purchase of Off-Road Equipment in an aggregate amount not to exceed \$1,031,906.40 (Tollway Invitation for Bids).

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

Chairman Schillerstrom asked about the type of off-road equipment being proposed for purchase. John Donato, Chief of Procurement, responded that the contract would provide a source for purchase of seven rubber-tire loaders and two vertical-lift skid-steer loaders.

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

Yeas: Director Gomez, Director Banks, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 3: Award of Contract 15-0147 to Alert IT Solutions, Inc. for the purchase of Tripwire Software, Licenses, Maintenance, Support, and Services in an amount not to exceed \$412,656.20 (Tollway Invitation for Bids).



Chairman Schillerstrom called for a motion to approve **Procurement Item 3**. Director Johnson 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 Johnson, Director Dotson, Director Banks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 4: Award of Contract 14-0103 to Everlights, Inc. for the purchase of Luminaires and Components in an amount not to exceed \$367,271.00 (Tollway Invitation for Bids).

Chairman Schillerstrom called for a motion to approve **Procurement Item 4**. 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 Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 5: Award of Contract 14-0093 to Chicago United Industries, Ltd. for the purchase of Equipment Trailers in an amount not to exceed \$237,780.00 (Tollway Invitation for Bids).

Chairman Schillerstrom called for a motion to approve **Procurement Item 5**. Director Banks made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Chairman Schillerstrom asked the useful life of the equipment trailers proposed for replacement. Mr. Donato responded that the useful life of the trailers, having no engine or mileage mechanism, is condition based. He further responded that it is his belief that the trailers proposed for replacement have reached an average age between approximately 15 to 20 years.

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



Yeas: Director Banks, Director Gomez, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 6: Award of Contract 13-0100R to Schaaf Equipment Co., Inc. for the purchase of Walk-Behind Concrete Saws in an amount not to exceed \$155,500.00 (Tollway Invitation for Bids).

Chairman Schillerstrom called for a motion to approve **Procurement Item 6**. Director Banks made a motion for approval; seconded by Director Gomez. 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 Gomez, Director Dotson, Director Gonzalez, Director Johnson, Directors Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 7: Renewal of Contract 13-0039RR to Shoop & Sons for the purchase of Wood Sign Posts in an amount not to exceed \$50,000.00 (Tollway Invitation for Bids).

Chairman Schillerstrom called for a motion to approve **Procurement Item 7**. Director Johnson made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Director Johnson inquired about the cost effectiveness and longevity of wood sign posts, as opposed to steel. Paul Kovacs, Chief Engineer, responded that wood sign posts are less expensive, meet breakaway requirements and offer efficiencies in installation and maintenance. **He advised that staff will prepare a more detailed cost-benefit analysis and provide for Directors post-meeting.**

Hearing no further discussion, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Dotson, Director Banks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)



Nays: None (0)

The motion to approve PASSED.

Engineering

Item 1: Award of Contract RR-15-9185 to CCC Holdings, Inc. dba Chicago Commercial Construction for North Parking Lot Improvements at the Tollway Central Administration Building in the amount of \$940,741.40.

Chairman Schillerstrom called for a motion to approve **Engineering Item 1**. Director Banks made a motion for approval; seconded by Director Johnson.

Chairman Schillerstrom asked Mr. Kovacs to present to the Board and to clarify the reason for advancing this item which was not previously reviewed at committee, as is customary.

During presentation of the item, Mr. Kovacs noted that although the bid opening for the contract occurred subsequently to the public notice deadline for the FAO Committee meeting, the Engineering Department felt that there would be benefit to advancing the contract, a small business set-aside, so that work can commence as soon as possible. He advised that the Engineering Department also felt that commencing work in a timely manner would demonstrate the agency's responsiveness to the public, who have made complaints concerning the availability of parking at Tollway Headquarters.

Chairman Schillerstrom inquired of the Board whether there is any objection to proceeding with consideration of this item. Hearing nothing, he indicated the item will proceed; however, he encouraged staff to adhere, as a general practice, to the process by which items are vetted first at committee prior to their consideration by the Board. Chairman Schillerstrom then asked if there are any questions, concerns or requests for discussion of this item.

Director Sauer asked how many spaces are proposed as additions to the parking lot. Mr. Kovacs responded 52.

Director Sweeney inquired about the self-performance requirement on the contract. Mr. Kovacs replied that he believes the contractor has a self-performance requirement of greater than 35%, which is typical for Tollway contracts; however, **he will confirm and follow-up with Directors post-meeting.**



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

Yeas: Director Banks, Director Johnson, Director Dotson Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

With permission of the Chairman, Mr. Kovacs then provided for the Board an overview of the Engineering items on the Meeting agenda, highlights from which include:

- Six of the construction contracts on the agenda represent approximately \$51 million in overall improvements, 25% of which has been committed to disadvantaged business enterprise (“DBE”) or veteran-owned firms, exceeding the 20% goal established.
- Five of the construction contracts on the agenda have been identified under the Tollway’s Small Business Set-Aside Program and these contracts received 27 bids in total.
- One construction contract on the Meeting agenda received 12 bids, a record number for the *Move Illinois* Capital Program.
- Since the start of *Move Illinois* in 2012, nearly 96 percent of the over 200 Tollway construction contracts awarded have met or are meeting or exceeding established DBE goals, with a total of only nine waivers having been requested.
- Pending approval of the current agenda items, since the inception of the Small Business Set-Aside Program in 2013, there will have been 26 small business contract awards resulting in 17 new firms to the Tollway.

Mr. Kovacs suggested these numbers indicate that overall interest in the Tollway’s contracts remains strong, and reflect positively on the Tollway’s ongoing efforts to create more opportunities for small and minority-, veteran- and women-owned businesses to participate.

Director Gomez asked whether Mr. Kovacs feels the increasing bid competition is a result of initiatives implemented within the past year. Mr. Kovacs responded that interest by the contracting community in Tollway contracts has remained strong the past twelve months, and may have increased over the prior year.

Directors Johnson and Sweeney inquired about the positive variances to budget recognized to-date in the *Move Illinois* Capital Program, and the potential for positive impact of the current strength being experienced in bid competition. Mr. Kovacs cautioned that a long view must be taken when considering a 15 year program, advising that early program savings can potentially



be offset in subsequent years as a result of escalating costs. **He advised that the Engineering Department is tracking the cost performance of *Move Illinois* contracts and an evaluation is expected to be performed in the coming months, which will be shared with Directors.**

Item 2: Award of Contract I-15-4234 to Walsh Construction Company II LLC for Inside Roadway Reconstruction on the Jane Addams Memorial Tollway (I-90) from Milepost 65.5 (Roselle Road) to Milepost 68.1 (I-290/IL-53) in the amount of \$27,197,286.33.

Chairman Schillerstrom called for a motion to approve **Engineering 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 Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 3: Award of Contract I-15-4245 to Foundation Mechanics, LLC for Landscaping Improvements and Genoa Road Detention Pond on the Jane Addams Memorial Tollway (I-90) from Milepost 20.75 (west of Irene Road) to Milepost 51.00 (west of Randall Road) in the amount of \$1,580,422.00.

Chairman Schillerstrom called for a motion to approve **Engineering Item 3**. Director Sauer 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 Sauer, Director Johnson, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 4: Award of Contract I-15-4664 to Rausch Infrastructure, LLC for Detention Basin Improvements and Pump Station Installation, on the Elgin O'Hare Western Access (IL-390) from Milepost 10.5 (Plum Grove Road) to Milepost 10.8 (west of Meacham Rd.), in the amount of \$1,397,341.00.



Chairman Schillerstrom called for a motion to approve **Engineering Item 4**. 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 on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Johnson, Director Banks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 5: Award of Contract RR-15-9186 to Autumn Construction Services, Inc. for Systemwide Plaza HVAC Repairs on the Tri-State Tollway (I-294) at Plazas 32, 35, 41; Jane Addams Memorial Tollway (I-90) at Plazas 4, 8, 10, 12 14, 18, 31; Veterans Memorial Tollway (I-355) at Plaza 73 in the amount of \$932,500.00.

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

Yeas: Director Banks, Director Gomez, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 6: Award of Contract RR-15-9187 to Pagoda Electric & Construction for Central Administration Building Improvements at the Tollway Central Administration Building in the amount of \$1,379,000.00.

Chairman Schillerstrom called for a motion to approve **Engineering Item 6**. Director Gomez made a motion for approval; seconded by Director Sauer. 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 Gomez, Director Sauer, Director Banks, Director Dotson, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (8)



Nays: None (0)

The motion to approve PASSED.

Item 7: Award of Contract RR-15-4244 to National Power Rodding Corporation for Clean and Televisive Drainage System on the Tri-State Tollway (I-294) from Milepost 0.0 (I-94/I-394) to Milepost 17.6 (95th Street) in the amount of \$1,499,579.00.

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

Yeas: Director Banks, Director Gomez, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 8: Award of Contract RR-15-4243 to Sheridan Plumbing & Sewer, Inc. for Clean and Televisive Drainage System on the Veterans Memorial Tollway (I-355) from Milepost 0.00 (I-80) to Milepost 29.8 (Army Trail Road), and Reagan Memorial Tollway (I-88) from Milepost 131.3 (I-355) to Milepost 132.8 (south of Lacy Creek) in the amount of \$5,403,088.35.

Chairman Schillerstrom called for a motion to approve **Engineering Item 8**. Director Gomez 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 Gomez, Director Johnson, Director Banks, Director Dotson, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 9: Award of Contract RR-15-9182 to RoadSafe Traffic Systems, Inc. for Pavement Markings, Systemwide, in the amount of \$850,000.00.

Chairman Schillerstrom called for a motion to approve **Engineering Item 9**. Director Johnson 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 Johnson, Director Dotson, Director Banks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 10: Award of Contract I-13-5663 to Judlau Contracting, Inc. for Southbound Roadway Widening on the Veterans Memorial Tollway (I-355), Milepost 15.0 (south of 75th Street) to Milepost 16.7 (north of 71st Street) in the amount of \$6,695,100.86.

Chairman Schillerstrom called for a motion to approve **Engineering Item 10**. Director Gomez 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 Gomez, Director Johnson, Director Banks, Director Dotson, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 11: Award of Contract I-15-4663 to Lindahl Brothers, Inc. for Detention Pond, Pump Station, and Advanced Earthwork Construction on the Elgin O'Hare Western Access (EOWA) adjacent to Milepost 0.2 to Milepost 0.7 in the amount of \$9,423,010.78.

Chairman Schillerstrom called for a motion to approve **Engineering Item 11**. 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 Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.



Item 12: Acceptance of Proposal from Wight & Company/GSG Consultants, Inc., on Contract I-15-4659 for Design and Construction Management Services Upon Request, on the Elgin O'Hare Western Access (EOWA), in an amount not to exceed \$6,500,000.00.

Chairman Schillerstrom recused himself from participating in the decision regarding this item.

Chairman Schillerstrom called for a motion to approve **Engineering Item 12**. Director Sweeney made a motion for approval; seconded by Director Gomez, with Chairman Schillerstrom recusing himself. 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 Sweeney, Director Gomez, Director Banks, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer (7)

Nays: None (0)

Recusals: Chairman Schillerstrom (1)

The motion to approve PASSED.

Item 13: Acceptance of Proposal from Hey and Associates, Inc. on Contract I-13-4612 for Supplemental Construction Management for Wetland Mitigation, on the Elgin O'Hare Western Access (EOWA), in the amount of \$200,000.00 from \$1,244,000.00 to \$1,444,000.00. [Recusal: Director Sauer]

Director Sauer recused himself from participating in the decision regarding this item.

Chairman Schillerstrom called for a motion to approve **Engineering Item 13**. Director Johnson made a motion for approval; seconded by Director Sweeney. 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 Sweeney, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Chairman Schillerstrom (7)

Nays: None (0)

Recusals: Director Sauer (1)

The motion to approve PASSED.



Item 14: Extra Work Order on Contract I-13-4168 to F.H. Paschen, S.N. Nielsen & Associates, LLC for Roadway and Bridge Reconstruction on the Jane Addams Memorial Tollway (I-90) at Milepost 67.4 (Meacham Road), in the amount of \$240,000.00.

Chairman Schillerstrom called for a motion to approve **Engineering Item 14**. Director Gomez made a motion for approval; seconded by Director Sauer. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Chairman Schillerstrom inquired about the need for an accelerated schedule. Mr. Kovacs responded that the Engineering Department has determined that a round-the-clock schedule is needed to complete bridge work at Meacham Road, in preparation for 2016 inside mainline roadway contracts. Mr. Kovacs advised that the acceleration provided by this extra work order, as well as other schedule mitigation measures previously approved by the Board, are to compensate for unforeseen delays caused by permit issues, utility relocations, and other issues (outside the control of contractors) experienced on the Jane Addams Memorial Tollway (I-90) Rebuilding and Widening Project.

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

Yeas: Director Gomez, Director Sauer, Director Banks, Director Dotson, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 15: Extra Work Order on Contract I-14-4206 to Plote Construction, Inc. / Dunnet Bay Construction Co. (JV) for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 60.8 (Higgins Road) to Milepost 65.5 (Roselle Road), in the amount of \$291,000.00.

Chairman Schillerstrom called for a motion to approve **Engineering Item 15**. Director Johnson made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Chairman Schillerstrom asked for further explanation of the “cold weather protection” provided by this extra work order. Mr. Kovacs provided an overview of specifications included in Tollway construction contracts for addressing concrete installation at certain temperature thresholds. He advised that the extra work orders subject of Engineering Items 15 and 16 would allow continued



pavement work in colder temperatures, absent snow cover, thus advancing critical components needed to complete the eastern segment of I-90 by the end of 2016.

Chairman Schillerstrom noted that the driver for these accelerations seems to be the agency's priority to make timely delivery of improvements to Tollway customers. Mr. Kovacs confirmed, noting as well that condensed project schedules typically result in cost savings over the long term.

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

Yeas: Director Johnson, Director Dotson, Director Banks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 16: Extra Work Order on Contract I-14-4207 to Plote Construction, Inc. / Dunnet Bay Construction Co. (JV) for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 65.5 (Roselle Road) to Milepost 68.1 (I-290/IL-53), in the amount of \$322,000.00.

Chairman Schillerstrom called for a motion to approve **Engineering Item 16**. 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 Gomez, Director Banks, Director Dotson Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 17: Change Order / Extra Work Order on Contract I-14-4212 to F.H. Paschen, S.N. Nielsen & Associates, LLC for Eastbound Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 76.6 (Mannheim Road) to Milepost 78.9 (Kennedy Expressway) in the amount of \$1,370,126.03.

Chairman Schillerstrom called for a motion to approve **Engineering Item 17**. Director Sauer 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 Sauer, Director Johnson, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom stated that without objection, action on Engineering Item 18 will be deferred until after consideration in Executive Session.

Legal

Item 1: An Intergovernmental Agreement with the Village of Schaumburg and Cook County for the sharing of costs associated with the reconstruction of the Roselle Road Bridge over I-90. Cost to the Tollway: \$0.

Chairman Schillerstrom called for a motion to approve **Legal 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 Gomez, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 2: A Second Addendum to an Intergovernmental Agreement with the Illinois Community College Board for consulting services. Cost to the Tollway: Estimated at \$0.

Chairman Schillerstrom called for a motion to approve **Legal Item 2**. Director Gomez made a motion for approval; seconded by Director Sauer. 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 Gomez, Director Sauer, Director Banks, Director Dotson, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)



The motion to approve PASSED.

Item 3: A First Addendum to an Intergovernmental Agreement with the Illinois Department of Commerce and Economic Opportunity for consulting services. Cost to the Tollway: Estimated to be \$0.

Chairman Schillerstrom called for a motion to approve **Legal Item 3**. 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 Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Item 4: An Intergovernmental Agreement with the Illinois Department of Transportation concerning Elgin O'Hare land transfers. Cost to the Tollway: \$0.

Chairman Schillerstrom called for a motion to approve **Legal Item 4**. Director Johnson 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 Johnson, Director Dotson, Director Banks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom stated that without objection, action on Legal Items 5, 6 and 7 will be deferred until after consideration in Executive Session.

Item 8: Assignment of Bond Counsel.

Chairman Schillerstrom asked Mr. Goldberg to clarify the reason for advancing this item which was not previously reviewed at committee, as is customary. Mr. Goldberg responded that although the next planned bond transaction is anticipated to occur in April, market conditions may be supportive of a late-March execution, and, therefore, in consultation with the Finance



Department, it was felt prudent to advance Board authorization of the item which assigns bond counsel.

Chairman Schillerstrom inquired of the Board whether there is any objection to proceeding with consideration of this item. Hearing nothing, he indicated the item will proceed; however, he again encouraged staff to adhere, whenever possible, to the process by which items are vetted first at committee prior to their consideration by the Board. Chairman Schillerstrom then asked if there are any questions, concerns or requests for discussion of this item.

Director Gomez expressed his support of Chairman Schillerstrom's comments regarding the importance of process.

Director Gonzalez requested confirmation that counsel is being assigned from the pool of firms previously approved by the Board to assist the Tollway in the issuance of bonds. Mr. Goldberg confirmed and provided a brief overview of the protocols employed by the Tollway for assigning and rotating outside legal counsels for bond transactions.

Chairman Schillerstrom called for a motion to approve **Legal Item 8**. Director Banks made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

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

Yeas: Director Banks, Director Gomez, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Executive Session

Chairman Schillerstrom called for a motion to enter Executive Session pursuant to exceptions provided in Sections 2(c)5, 2(c)11, and 2(c)21 of the Illinois *Open Meetings Act* to consider Tollway matters related to the purchase of real property, potential or pending litigation, and the minutes of closed meetings.

Director Sauer made a motion, pursuant to the sections specified, to enter Executive Session; 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 Sauer, Director Dotson, Director Banks, Director Gomez, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

At approximately 10:08 a.m. the Board entered into Executive Session.

Return from Executive Session and Action (if any)

At approximately 10:48 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 Board of Directors meeting held January 25, 2016.

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 January 25, 2016, as presented. Director Banks made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Schillerstrom called for a vote. The motion PASSED unanimously.

Engineering Item 18: Land Acquisition (Identification of Real Estate Parcels associated with the Elgin O'Hare Western Access Project). Cost to the Tollway: N/A.

Chairman Schillerstrom called for a motion to approve **Engineering Item 18**. Director Johnson made a motion for approval; seconded by Director Sweeney. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Sweeney, Director Banks, Director Dotson, Director Gomez, Director Gonzalez, Director Sauer, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.



Legal Item 5: Settlement Agreement (condemnation) – Tollway Parcel EO-1B-12-012. Cost to the Tollway: As discussed in Executive Session.

Chairman Schillerstrom called for a motion to approve **Legal Item 5**, a litigation settlement of DuPage County Circuit Court case #2014ED000023, involving Tollway Parcel *EO-1B-12-012*, for the court established Preliminary Just Compensation amount of \$2,572,906. Director Sauer 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 Sauer, Director Dotson, Director Banks, Director Gomez, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Legal Item 6: Settlement Agreement (condemnation) – Tollway Parcel EO-1A-12-026. Cost to the Tollway: As discussed in Executive Session.

Chairman Schillerstrom called for a motion to approve **Legal Item 6**, a litigation settlement of DuPage County Circuit Court case #2014ED000007, involving Tollway Parcel *EO-1A-12-026*, for the court established Preliminary Just Compensation amount of \$5,060,420. 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 Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

Legal Item 7: A Workers Compensation Settlement – Frank Goshko. Cost to the Tollway: As discussed in Executive Session.

Chairman Schillerstrom called for a motion to approve **Legal Item 7**, a workers' compensation settlement with Mr. Frank Goshko, pursuant to terms discussed in Executive Session. Director Johnson 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 Johnson, Director Dotson, Director Banks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (8)

Nays: None (0)

The motion to approve PASSED.

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 Gomez. Chairman Schillerstrom called for a vote. The motion PASSED unanimously.

The Meeting was adjourned at approximately 10:53 a.m.

Minutes taken by: _____

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority