

MINUTES OF THE REGULAR MEETING OF THE
ILLINOIS STATE TOLL HIGHWAY AUTHORITY
September 30, 2010

The Illinois State Toll Highway Authority met in regular session on Thursday, September 30, 2010 at approximately 10:00 a.m. in the Board Room of The Illinois State Toll Highway Authority's Administration Building in Downers Grove, Illinois.

The Meeting was held pursuant to By-Laws of the Authority upon call and notice of the Meeting executed by Chair Paula Wolff, which notice read as follows:

THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY

Administration Building

2700 Ogden Avenue Downers Grove, Illinois 60515

Governor Pat Quinn

Director George Pradel

Acting Secretary Gary Hannig

Director Jim Roof

Director Jim Banks

Director Maria Saldaña

Director Thomas Canham

Director Carl Towns

Director Bill Morris

Director Tom Weisner

Pursuant to the requirements of the Authority's By-Laws, Notice is hereby given of the Regular Board Meeting of the Authority to be held on Thursday, September 30, 2010 at 10:00 a.m. in the Boardroom of the Administration Building in Downers Grove, Illinois.

Paula Wolff, Chair

This meeting will be accessible to individuals with disabilities in compliance with Executive Order #5, and pertinent state and federal laws, upon notification of anticipated attendance. Persons with disabilities planning to attend and needing accommodations should contact the Americans with Disabilities Act Coordinator of The Illinois State Toll Highway Authority at (630) 241-6800, Ext. 1010 in advance of the meeting at 2700 Ogden Avenue, Downers Grove, IL, to inform of their anticipated attendance.

There will be live feed Webcasting of the Board Meeting while in session. An audio file will be available five business days after the meeting at www.illinoistollway.com.

Chair Wolff stated that this is the regularly scheduled meeting of the Board of The Illinois State Toll Highway Authority and asked the Assistant Secretary to call the roll. Those Directors present and absent were as follows:

Present:

Chair Paula Wolff
Director Jim Banks
Director Bill Morris
Director George Pradel
Director Jim Roolf
Director Maria Saldaña
Director Carl Towns
Director Tom Weisner

Absent:

Governor Pat Quinn
Secretary Gary Hannig
Director Tom Canham

Chair Wolff called the meeting to order. Chair Wolff asked members of the Tollway staff at the table to introduce themselves. Joseph Scarpino and Eileen Glyn-Tucker spoke on behalf of the Forrest Cove subdivision to request noise wall. Executive Director Kristi Lafleur stated that **at a future Board meeting a presentation will be given to the Directors regarding the policy on noise wall criteria.**

Rocco Zuccherro gave a presentation on the Prairie Parkway. Mr. Zuccherro stated that the Tollway's role was minimal in the project development and history. The project was initiated in earnest by IDOT in 1999 to evaluate the demand for a north-south corridor connecting I-80 to I-88. Mr. Zuccherro then gave a brief history of the project. Mr. Zuccherro stated that Kendall County Regional Plan Commission conducted a survey in the summer of 2010 covering approximately 1000 residents. The survey found that 77% felt that congestion of state and federal highways was a problem. Mr. Zuccherro discussed the proposed purpose and need for the project, the impacts to key resources, and the cost estimates.

Chair Wolff called for public comment. The following members of the public gave brief statements:

Sarah Wochos – Environmental Law & Policy Center
Donita Sartostek - Public
Ray Warchol – Village of Big Rock
Barbara Wojnicki – Kane County Board – District 15
Sandra Carr – Big Rock Township
Jim Wilson – Retired Judge
Robyn Sutcliff – Yorkville Alderman
Cindy Skrukrud – Sierra Club
Rose Spears – Yorkville Alderman
Judy Maierhofer – Public
Jim Birch – Public
Stacy Meyers-Glen – Openlands
Anne Vickery – Kendall County Board Chair
Karen McConnaughay – Kane County Board Chair
Linda Chapa Lavia – 83rd State Representative
Chris Vineyard – Kane County Dem Women
Robert Pritchard – State Representative
Chris Lauzen – State Senator
Robert Rodney – Village of Kaneville
Donald Dionesotes – Big Rock
Victor Goarino – Public
Jennifer Downard-Laesch – Citizens Against Sprawlway
Jack Ronan - Public

Chair Wolff then thanked all of the members of the public that came out to give information to the Board.

Chair Wolff then called for a motion approving the Minutes of the Regular Board Meeting and Executive Session held on August 26, 2010. Director Morris moved for approval; seconded by Director Pradel. The motion was approved unanimously.

Chair Report: Chair Wolff thanked the Directors for moving the date of the October Board meeting, which will be held on October 21, 2010. She also reminded the Directors to fill out their time sheets.

Director Morris gave an update on the Customer Service Working Group. Director Morris stated that the group did not meet in the past month. The group would like to create a policy on how far back the Tollway should pursue tolls and fines if a glitch is found in the Tollway's system. Approximately 30,000 Indiana violations notices have been sent out to date. Director Morris stated that there have been some news stories generated from these notices. Director Morris stated that he feels the Tollway should flag the large fine amounts for review before they are sent out.

Director Weisner gave an update on the Oases Working Group. SFI, an iStar affiliate, was the winning bidder for the Oases Leases with a \$50 million bid. The sale will be confirmed by the court, and US Equities will be discharged as the Receiver in late October. US Equities will continue to operate as the property manager. On September 29, 2010 the Tollway received notice from ExxonMobil that it wishes to assign its lease to 7-Eleven. The Tollway has begun a review of the information, using Joel Stein with Deutsch, Levy & Engel.

Director Saldaña stated that the Liquidity Working Group had a conference call on September 10, 2010. Matt Brown, State Procurement Officer, has approved the Tollway's preferred method of soliciting liquidity providers, which was to go through the Tollway's financial advisor. An RFP has been sent out and is due back on October 17, 2010.

Chair Wolff thanked Directors Canham and Morris for attending the Audit Committee meeting. The Auditor General's Office and the outside auditor presented the report. The Tollway had three material findings, none of the findings was a repeat from the previous year. Chair Wolff complimented Mike Colsch and his staff. She encouraged the staff to work to implement the recommendations for improvements in the audit.

Director Roolf stated that at the Spring Creek event where 700 acres have been restored to its original state, as part of the mitigation for I-355 being built. The Tollway worked in cooperation with many other entities to get this project completed.

Director Towns stated that he attended the 150th Jane Addams Birthday event at the Belvidere Oasis on September 14, 2010. The Tollway had dedicated the I-90 corridor to Jane Addams in 2007.

Chair Wolff stated that the Tollway would be looking at budget cuts and flag that they may be looking at health care benefits.

Executive Director Report: Executive Director Lafleur stated that the Transition Team is working on the final report. Someone from the Transition Team will come to the October Board meeting to discuss the final report.

Executive Director Lafleur gave a presentation on the Customer Satisfaction Survey. A survey was sent out to 1.1 million eNewsletter subscribers, and 57,000 subscribers responded. Approximately 60% stated that they use the Tollway as it provides them with the fastest commute and 23% responded that the Tollway is a better alternative to using local roads. More than 70% of I-PASS customers manage their accounts online, but only 7% stated that they check their accounts at least monthly. The vast majority--70%--state that they rarely communicate with the Tollway. In response to questions regarding their experience with managing their I-PASS account online, 80% had a positive view of their interaction when using the Tollway's website. A surprising amount of respondents, 56%, were unaware that the Illinois Tollway does not receive any state or federal dollars to construct or operate its toll roads. When asked if the Tollway was a good value, 69% agreed or somewhat agreed that the Tollway is a good value. Only 28% knew that the Tollway charged less or the same as tollroads in other states. Delivering value for our customers at the lowest rates in the nation is a message that the Tollway will reinforce in our customer communications.

Captain Jesernik gave a statement on the construction zone enforcement effort. District 15 has increased its enforcement in the I-355 and Edens Spur construction zones. The State Police have implemented Operation Hard Hat details by putting State Police dressed like construction workers in the workzones with LIDAR speed detecting equipment, who radio officers ahead. The State Police have partnered with the maintenance division to have portable, changeable message signs set up which can show drivers their

speeds. The State Police have issued 887 citations for speeding in construction zones. The Tollway has had no deaths in the construction zones due to accidents this year.

Executive Director Lafleur stated that the order of the committees will change for the October Board meeting. The Finance Committee meeting will be the first meeting of the day. Executive Director Lafleur stated that the tentative 2011 budget would be presented at the October meeting and would need to be approved by October 31, 2010. This tentative budget would then be available for the public hearings in November. **Director Morris stated, in the future, he would like to see 5 year projections of income and expenses with the budget.** All departments have been asked to complete 5% and 10% budget cut scenarios. The Tollway is working with Wilbur Smith Associates to develop a conservative estimate of future revenues.

Executive Director Lafleur stated that the Tollway will be implementing the new transponder replacement policy in the next few weeks. Also, a draft 3 month look ahead for procurement has been provided to the Directors.

Executive Director Lafleur and Tollway staff met with Argonne Laboratory approximately a month earlier and discussed opportunities for collaboration. The Tollway will be creating a memo of understanding with Argonne stating that the Tollway would like to cooperate with Argonne in the future. It is an opportunity for the Tollway to leverage the benefits from federal dollars through Argonne.

Executive Director Lafleur updated the Directors on Cullen & Associates, the Tollway's contract lobbyist in Springfield. The Tollway management is looking at the best use of resources and will be coming back to the Board with recommendations. Director Morris requested that the Tollway check if it is appropriate for state agencies to have lobbyists. **Chair Wolff stated that it would be helpful to distribute the studies showing what public agencies in Illinois spend on contract lobbyists.**

Chief of Communications Wendy Abrams, gave an update on the current media partnership agreement. The five year agreement will end in January

2011. The Tollway is working on a new RFP to advertise for new partners. The new RFP will provide for multiple winning bidders to have access to the Tollway's cameras. The new RFP will also encourage media outlets to work together across platforms. In order for outlets to gain access to the Tollway cameras, a technical upgrade to the Traffic and Incident Manager System Center (TIMS) will be necessary. The cost of the initial hardware and software is estimated at \$105,000. This can be accommodated within the current TIMS maintenance contract. Communications hopes to come back to the Board in December with some creative responses from the RFP.

Director Pradel stated that on September 22, 2010 he attended Executive Director Lafleur's State of the Tollway speech. Director Pradel stated the Executive Director Lafleur did an excellent job. **Chair Wolff stated that Executive Director Lafleur's public speaking schedule can be distributed to the Directors if they would like to have a copy.**

Chair Wolff again called for public comment, and, there being none, began the consent agenda by calling for a motion adopting the following resolutions:

Commercial Tower Co-Location Agreement with Verizon Wireless at M4.

Director Roof moved for adoption; seconded by Director Towns. The motion was approved unanimously.

Chair Wolff called for a motion adopting the following resolutions:

Approval of payment to the Office of the Auditor General Audit Expense Fund for the 2009 Financial and Compliance Audit in the amount of \$568,132.

Amend Resolution No. 18929 by reducing the 2010 Maintenance and Operations budget by \$7 million, from \$265 million to \$258 million, and reduce the required deposit to the Renewal and Replacement account by \$10 million, from \$150 million to \$140 million.

Director Morris moved for adoption; seconded by Director Pradel. The motion was approved unanimously.

Chair Wolff called for a motion adopting the following resolutions:

Award of Contract No. 10-0094 to Prairie International Trucks Incorporated for Truck Chassis with Street Sweeper, in the amount of \$200,677 (CMS Master Contract).

Renewal of Contract No. 09-0105 to Christian County Farmers Supply, Conserve FS Incorporated, and CG Cooper Oil Company Incorporated, in the amount of \$2,000,000 (CMS Contract for the Tollway).

Renewal to Contract No. 05-0093 to Interfleet, Inc. for Automated Vehicle Locating System (AVL), by \$198,000 from \$904,650 to \$1,002,650 (Tollway Contract).

Director Weisner moved for adoption; seconded by Director Roof. The motion was approved unanimously.

Chair Wolff called for a motion adopting the following resolutions:

Proposal from Teng & Associates, Inc. on Contract I-06-5423 for Supplemental Construction Inspection Services on Tri-State Tollway (I-294) Milepost 56.2 (Half Day Road) to Milepost 64.4 (Buckley Road) in the amount of \$179,822.50.

Director Saldaña moved for adoption; seconded by Director Morris. The motion was approved unanimously.

Chair Wolff called for a motion adopting the following resolutions:

Full Release of Retainage on Contract I-07-5229 to Plote Construction, Inc. for Roadway Reconstruction and Widening on Northbound Tri-State Tollway

(I-94) Milepost 62.4 (IL Route 176) to Milepost 65.0 (IL Route 137) in the amount of \$807,927.35.

Director Towns moved for adoption; seconded by Director Morris. Director Roolf recused himself from voting on this item. The motion was approved.

Chair Wolff called for a motion adopting the following resolutions:

Full Release of Retainage on Contract I-08-5543 to Rockford Blacktop Construction Co. (currently known as William Charles Construction Company, LLC)/Rock Road Companies (JV) for Roadway and Bridge Reconstruction on Westbound Jane Addams Memorial Tollway (I-90) Milepost 74.9 (Plaza 1 – South Beloit) to Milepost 69.9 (IL Route 173) in the amount of \$185,000.

Director Weisner moved for adoption; seconded by Director Morris. Director Towns recused himself from voting on this item. The motion was approved.

Chair Wolff called for a motion adopting the following resolutions:

Full Release of Retainage on Contract I-08-7728 to IHC Construction Companies, LLC for Roadside Completion Improvements on Veterans Memorial Tollway (I-355) Milepost 0.0 (I-80) to Milepost 13.27 (Boughton Road) in the amount of \$35,000.

Full Release of Retainage on Contract I-06-8974 to K-Five Construction Corporation for Roadway and Bridge Reconstruction and Widening on Southbound Tri-State Tollway (I-294) Milepost 11.13 (Cal-Sag Channel) to Milepost 15.53 (111th Street) in the amount of \$200,000.

Full Release of Retainage on Contract RR-08-9053 to Madison Construction for Systemwide Locker Room Renovations in the amount of \$64,443.90.

Amendment to Resolution No. 17033 dated November 17, 2005 increases the upper limit payable to Adesta Communications from \$180,000 by \$20,000 to \$200,000.

Permit TS 10-13 to RCN Metro Optical Networks for permission to install, maintain, and operate fiber optic facilities. The fiber optic cable will be directionally bored under and across the Tri-State Tollway (I-294) at Ogden Avenue. Fee is \$1,000.

Permit NS 10-14 to RCN Metro Optical Networks for permission to install, maintain, and operate fiber optic facilities. The fiber optic cable will be directionally bored under and across the Veterans Memorial Tollway (I-355) at Ogden Avenue. Fee is \$1,000.

Permit NW 10-15 to AT&T for permission to install, maintain, and operate fiber optic facilities. The fiber optic cable will be directionally bored under and across the Jane Addams Memorial Tollway (I-90) at IL Route 23. Fee is \$1,000.

Permit EW 10-16 to NextG Networks for permission to install, maintain, and operate fiber optic facilities. The fiber optic cable will be directionally bored parallel to Forest Lane, North of Roosevelt Road and under the Reagan Memorial Tollway (I-88). Fee is \$1,000.

Director Weisner moved for adoption; seconded by Director Banks. The motion was approved unanimously.

Chair Wolff called for a motion adopting the following resolutions:

An Intergovernmental Agreement with the Village of New Lenox. Cost to Tollway is \$604,000.

An Intergovernmental Addendum Agreement with the Illinois Department of Transportation and the Village of New Lenox. Cost to Tollway is \$0.

Director Weisner moved for adoption; seconded by Director Morris. Director Roof recused himself from voting on these items. The motion was approved.

Chair Wolff called for a motion adopting the following resolutions:

Legal Counsel: Mark Bennett with Laner, Muchin, Dombrow, Becker, Levin and Tominberg Ltd. for Collective Bargaining. Cost to Tollway is \$200 per hour. The budgetary impact will depend on the need for such services, which cannot be predicted accurately.

Legal Counsel: Walter Jones with Pugh Jones Johnson & Quandt for the DBE Program. Cost to Tollway is \$200 per hour. Budgetary impact will depend on the length and complexity of litigation.

Legal Counsel: Workers Compensation. Cost to Tollway – no change in current rate, \$115 per hour for Ganan & Shapiro, \$120 per hour for Nyhan, Pfister Bambrick Kinzie & Lowry, and \$125 per hour for Scopelitis Garvin Light & Hanson.

Director Weisner moved for adoption; seconded by Director Roof. The motion was approved unanimously.

Under new business, Chair Wolff stated that the October Board meeting date will be changed to October 21, 2010.

Tom Bamonte, General Counsel, requested that the Board enter into Executive Session pursuant to Sections 2(c)(1) , 2(c)(6), 2(c)(11) and 2(c)(21) of the Open Meetings Act;

Director Morris moved to enter into Executive Session; seconded by Director Banks. The motion was approved unanimously.

(Whereupon the Board entered into Executive Session)

Back in regular session, there being no further business Director Saldaña moved for adjournment; seconded by Director Morris. The motion was

approved unanimously.

Meeting adjourned at approximately 2:40 p.m.

Dawn Sirianni
Assistant Secretary