

**MINUTES OF THE REGULAR MEETING OF
THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY**

May 25, 2006

The Illinois State Toll Highway Authority met in regular session on Thursday, May 25, 2006 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 Chairman John Mitola, which notice reads in words and figures as follows:

THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY
Administration Building
2700 Ogden Avenue
Downers Grove, Illinois 60515

Governor Rod Blagojevich

Director Ronald Materick

Secretary Timothy Martin

Director Betty-Ann Moore

Director David Andalcio

Director George Pradel

Director James Banks

Director James Roof

Director Steven Harris

Director Carl Towns

Pursuant to the provisions of Article IV, Section 2 of the Code of By-laws of The Illinois State Toll Highway Authority, Notice is hereby given of the next meeting of the Illinois Tollway to be held on Thursday, May 25, 2006 at 10:00 a.m. in the Boardroom of the Administration Building in Downers Grove, Illinois.

John Mitola
Chairman

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.

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

Present:

Chairman John Mitola
Director Jim Banks
Director Steven Harris
Director Ronald Materick
Director George Pradel
Director James Roolf
Director Carl Towns

Absent:

Governor Rod Blagojevich
Secretary Tim Martin
Director David Andalcio
Director Betty-Ann Moore

Chairman Mitola then noted for the record that if needed, Director Andalcio may be joining the meeting by phone. Chairman Mitola then called for a motion to approve the Minutes of the Board Meeting held on April 27, 2006. Director Banks moved for approval; seconded by Director Towns.

Chairman Mitola called for a voice vote, and there being "Ayes" and no "Nays", declared the motion carried.

Chairman Mitola then called on the Acting Executive Director. Mr. Brian McPartlin acknowledged Mr. Dwight Johnson, Village Manager of Homer Glen, Chairman Moustis from Will County, Bruce Freifeld, Jamy Lyne from Will County and Representative Jack McGuire and stated that they would address the Board later in the meeting.

Mr. McPartlin then announced "The Illinois Tollway has received a distinguished budget presentation award for the current fiscal year from the Government Finance Officer's Association, also known as GFOA. This is the third year in a row that we've received this designation which is a testament to the reform efforts this agency has made with the support of the Board."

Mr. McPartlin then congratulated the Finance Department. Mr. Colsch, Chief of Finance, recognized Kent Vedra and Patti Poulos, whom, he stated, do much of the work on this project.

Mr. McPartlin reminded everyone to drive safely through the work zones during the Memorial Day weekend. The Illinois State Police will have special enforcement details in effect through the Labor Day weekend.

The last issue brought to the Board by Mr. McPartlin was that the Tollway issued two series of bonds totaling \$1 billion with the help of the underwriters, led by J.P. Morgan Securities, Inc. and CitiGroup Global Markets, Inc. and he asked Mike Colsch to give a brief summary on this.

Mr. Colsch stated, “In March the Board authorized up to a billion dollars of bonds to be sold. The interest rates have trended slightly upward over the last six to eight weeks but we were able to get into the municipal market yesterday in a good tone and we sold all of the bonds at a total interest cost of five percent (5%) and they mature between 2018 and 2031.

Chairman Mitola then called on the Chief of Information Technology. Mr. Ted Young requested approval of an Intergovernmental Agreement with the Illinois State Police to allow the Tollway to place its microwave antennas on one of their towers at no cost to the Tollway. This appears in the Appendage as Resolution No. 17251.

Chairman Mitola called for a motion approving said resolution. Director Pradel moved for approval; seconded by Director Towns.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried.

Chairman Mitola then called on the Chief of Finance. Mr. Mike Colsch requested approval of the following:

Renewal of Liability Insurance Policies with Insurance Co. of Penn., RSUI and ARCH Insurance through USI-Midwest, insurance broker, in the amount of \$1,136,885.00. This appears in the Appendage as Resolution No. 17252.

Amendment to the charter of the standing Audit Committee to provide for the interaction of the committee and the Chief Internal Auditor, including the approval of the annual audit plan and the receipt of quarterly audit reports. This appears in the Appendage as Resolution No. 17253.

Chairman Mitola called for a motion approving said resolutions. Director Banks moved for approval; seconded by Director Materick.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried.

Chairman Mitola then called on Ms. Rusty Castillo to present the agenda for Administration.

Ms. Castillo requested approval of the following:

Award of Contract 06-0051 to Dennison Corporation for Cargo Vans, in an amount not to exceed \$592,172.00. This appears in the Appendage as Resolution No. 17254.

Renewal of Contract 05-0042 to Fastenal Company for Fasteners, from \$44,000.00 by \$49,000.00 to \$93,000.00. This appears in the Appendage as Resolution No. 17255.

Renewal of Contract 05-0046 to ERB Equipment Company, Incorporated and Westside Tractor Sales Company for John Deer Parts, from \$24,000.00 by \$18,000.00 to \$42,000.00. This appears in the Appendage as Resolution No. 17256.

Dollar Limit Increase on Contract 04-6682 to Monroe Truck Equipment, Incorporated for Monroe Spreader Parts from \$67,000.00 by 30,745.00 to \$97,745.00. This appears in the Appendage as Resolution No. 17257.

Amendment of Resolution No. 17210 for Contract 06-0044, Bituminous Mix - Asphalt Hot. The vendor listed on this resolution as Chicago Materials should have been listed as K-Five Construction. This appears in the Appendage as Resolution No. 17258.

Dollar Limit Increase and Extension of Contract 99-5842 to Conor Communication Company for *999 Cellular Express Line Service from \$2,451,533.00 by \$98,419.26 to \$2,549,952.26. This appears in the Appendage as Resolution No. 17259.

Award of Contract 06-0025(S) to West & Sons Towing, Pete's "A" Towing and E & R Towing for Towing Services for Tollway Vehicles, in an amount not to exceed \$23,370.00. This appears in the Appendage as Resolution No. 17260.

Renewal of Contract 06-0076 to Maywood Industries, Incorporated for Plywood, from \$14,355.00 by \$17,502.00 to \$31,857.00. This appears in the Appendage as Resolution No. 17261.

Chairman Mitola would like to see a usage analysis of *999.

Chairman Mitola called for a motion adopting said resolutions. Director Harris moved for adoption; seconded by Director Towns.

Chairman Mitola called for a voice vote, and there being "Ayes" and no "Nays", declared the motion carried.

Chairman Mitola then called on the Chief of Operations. Ms. Karen Burke requested approval of the Award of Contract 06-0042 to Electronic Transaction Consultants (ETC), to provide a consolidated customer service and fulfillment center in the amount of \$30,452,103.00.

After some discussion, the directors requested more information on this contract before voting; therefore it was deferred until next month.

Chairman Mitola then called on the Chief of ORT. Mr. Matt Beaudet requested approval of an Extra Work Order on Contract 05-0014 to Electronic Transaction Consultants Corp. to enhance the Tollway's maintenance system by designing a new data migration zone to allow for web-based access, monitoring and tracking of Tollway maintenance issues and other services, in an amount not to exceed \$55,680.00. This appears in the Appendage as Resolution No. 17262.

Chairman Mitola called for a motion adopting said resolution. Director Banks moved for adoption; seconded by Director Towns.

Chairman Mitola called for a voice vote, and there being "Ayes" and no "Nays", declared the motion carried.

Chairman Mitola then called for a motion adopting the following:

Award of Contract I-05-7709 to K-Five Construction Corp. for Mainline Roadway Construction on the North-South Tollway, South Extension, from Mile Post 1.7 (north of U.S. Route 6) to Mile Post 6.4 (south of 143rd St.), in the amount of \$58,320,551.00. This appears in the Appendage as Resolution No. 17263.

Award of Contract I-05-7718 to Divane Bros. Electric Co. for Telecommunication Towers on the North-South Tollway, South Extension, at Mile Post 3.42 and Mile Post 9.26, in the amount of \$3,325,000.00. This appears in the Appendage as Resolution No. 17264.

Award of Contract RR-06-9938 to Bob Propherter Construction LLC for Salt Dome Replacement and Parking Lot Overlay on the Reagan Memorial Tollway at Mile Post 94 (M-11, DeKalb), and Mile Post 54.3 (M-12, Dixon), in the amount of \$3,896,552.00. This appears in the Appendage as Resolution No. 17265.

Award of Contract RR-06-5379 to Rock Road Companies, Inc. for Intermittent Pavement Repairs on the Northwest Tollway from Mile Post 62.5 (west of Newburg Road) to Mile Post 76.5 (Plaza 1, South Beloit), in the amount of \$478,837.00. This appears in the Appendage as Resolution No. 17266.

Director Banks moved for adoption; seconded by Director Towns.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried.

It was noted that the Award of Contract RR-06-5802 was pulled from the agenda.

Chairman Mitola then called for a motion adopting the Proposal from McDonough Associates, Inc. for Supplemental Design Section Engineering Services on Contract RR-02-5115 for Roadway Widening and Reconstruction on the Tri-State Tollway from Mile Post 40.5 (O’Hare Interchange) to Mile Post 42.5 (Touhy Ave.), in the amount of \$3,594,820.00. This appears in the Appendage as Resolution No. 17267.

Director Towns moved for adoption; seconded by Director Banks.

Chairman Mitola called for a voice vote and there being “Ayes” and one “Nay”, declared the motion carried. Director Materick opposed this resolution.

Chairman Mitola then requested adoption of the following resolutions:

Proposal from Crawford, Murphy & Tilly, Inc. for Supplemental Design Section Engineering Services on Contract I-05-5444 for Open Road Tolling on the Northwest Tollway at Plaza 17 (Devon) and Plaza 19 (River Road), in the amount of \$1,355,000.00. This appears in the Appendage as Resolution No. 17268.

Proposal from STV Incorporated for Supplemental Construction Inspection Engineering Services on Contract I-05-5420 for Open Road Tolling on the Tri-State Tollway at Plazas 39 (83rd St.), 36 (82nd St.), 35 (Cermak) and 33 (Irving), in the amount of \$2,296,913.00. This appears in the Appendage as Resolution No. 17269.

Proposal from A. Epstein & Sons International, Inc. for Supplemental Design Section Engineering Services on Contract I-05-5425 for Open Road Tolling on the Tri-State Tollway at Plaza 37 (I-55 Ramp A) and on the Reagan Memorial Tollway at Plaza 51 (York Road), in the amount of \$320,707.00. This appears in the Appendage as Resolution No. 17270.

Proposal from American Consulting Engineers, LLC for Supplemental Design Section Engineering Services on Contract RR-02-5801 for Roadway Widening and Reconstruction on the Reagan Memorial Tollway from Mile Post 126.5 to Mile Post 128.3, in the amount of \$181,147.00. This appears in the Appendage as Resolution No. 17271.

Director Pradel moved for adoption; seconded by Director Roof.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried.

Chairman Mitola then requested adoption of the following Change Orders and Extra Work Orders, which appears in the Appendage as Resolution No. 17272.

Change Order and Extra Work Order on Contract I-05-5301 to Plote Construction, Inc./Kenny Construction Co. JV for Open Road Tolling on the Northwest Tollway at Plaza 9 (Elgin), from Mile Post 24.0 to Mile Post 26.5.

Change Order and Extra Work Order on Contract I-05-5336 to James McHugh Construction Company for Open Road Tolling on the Tri-State Tollway at Plaza 36/39 (82nd St./83rd St.), from Mile Post 19.0 to Mile Post 20.5, in the amount of \$272,000.00.

Change Order and Extra Work Order on Contract I-05-5335 to Walsh Construction Company of Illinois for Open Road Tolling on the Tri-State Tollway at Plaza 35 (Cermak), from Mile Post 29.2 to Mile Post 30.6, in the amount of \$1,277,085.00.

Change Order and Extra Work Order on Contract I-05-5342 to Walsh Construction Company of Illinois for Open Road Tolling on the Reagan Memorial Tollway at Plazas 52 (Meyers Rd.), 54 (Rte. 83 Ramp) and 55 (Midwest Rd. Ramp), from Mile Post 134.6 to Mile Post 137.8, in the amount of \$2,090,000.

Change Order and Extra Work Order on Contract I-05-5338 to FHP Tectonics Corp. for Open Road Tolling on the Northwest Tollway at Plaza 19 (River Road), from Mile Post 0.0 to Mile Post 0.9, in the amount of \$80,000.00.

Extra Work Order on Contract I-05-5372 to Rockford Blacktop Construction Co./Sjostrom & Sons JV for Open Road Tolling on the Reagan Memorial Tollway at DeKalb Plazas 66 and 67, from Mile Post 85.1 to Mile Post 87.6 and from Mile Post 87.8 to Mile Post 93.8, in the amount of \$376,000.00

Change Order and Extra Work Order on Contract RR-01-8940 to Walsh Construction Company of Illinois for Bridge Widening and Pavement Reconstruction on the Tri-State Tollway, Markham Yards Bridge, from Mile Post 3.6 to Mile Post 4.07, in the amount of \$300,000.00

Change Order and Extra Work Order on Contract RR-01-8939 to Walsh/K-Five Joint Venture for Roadway and Bridge Widening on the Tri-State Tollway from Mile Post 0.0 (I-394) to Mile Post 3.6 (south of Markham Bridge).

Director Materick moved for adoption; seconded by Director Banks.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried. Director Roolf abstained from voting on Contract I-05-5301 with Plote Construction, Inc./Kenny Construction Co. JV, and Director Towns abstained from voting on Contract I-05-5372 with Rockford Blacktop Construction Co./Sjostrom & Sons JV.

Chairman Mitola then requested adoption of the following which appears in the Appendage as Resolution No. 17273.

Release of Retainage on Contract RR-04-5201 to Illinois Constructors Corp. for Bridge and Culvert Repairs on the Northwest Tollway over Higgins, Touhy and the East Branch of Poplar Creek, in the amount of \$73,924.99.

Release of Retainage on Contract I-05-5325 to Rockford Blacktop Construction Co. for Bituminous Mainline Pavement Scarification and Resurfacing on the Northwest Tollway from Mile Post 62.3 to Mile Post 71.0 and a Temporary Median Cross-Over from Mile Post 68.9 to Mile Post 69.2, and from Mile Post 70.7 to Mile Post 71.0, in the amount of \$507,004.86.

Release of Retainage on Contract RR-05-5370 to Herlihy Mid-Continent Company for Bridge Repairs on the Tri-State Tollway from Mile Post 31.1 (Tri-Level Bridge) to Mile Post 47.7 (West Lake Ave.), in the amount of \$169,256.02.

Release of Retainage on Contract RR-04-5302 to Albin Carlson & Co. for Bridge Improvements on the Reagan Memorial Tollway from Mile Post 118.9 (Church Rd.) and Mile Post 118.3 (Mitchell Rd.), in the amount of \$76,535.54.

Release of Retainage on Contract I-05-7703 to Albin Carlson & Co. for Access Road #2 on the North-South Tollway, South Extension, in the amount of \$154,516.20.

Director Materick moved for adoption; seconded by Director Banks.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried. Director Towns abstained from voting on Contract I-05-5325 to Rockford Blacktop Construction Co.

Chairman Mitola then called for a motion adopting the following:

A Partial Release of Retainage on Contract RR-01-8939 to Walsh/K-Five Joint Venture for Roadway and Bridge Widening on the Tri-State Tollway from Mile Post 0.0 (I-394) to Mile Post 3.6 (south of Markham Bridge), in the amount of \$2,000,000.00. This appears in the Appendage as Resolution No. 17274.

Revision to Resolution No. 17185 for Contract I-05-5310, Open Road Tolling at the Waukegan Plaza on the Tri-State Tollway, increasing the amount for the relocation of fiber optic utilities from \$15,000.00 to \$390,000.00. This appears in the Appendage as Resolution No. 17275.

Authorization to pay for the protection, adjustment, relocation and service installation of utility facilities required during the construction of the South Extension of the North-South Tollway, in the estimated amount of \$6,000,000.00. This appears in the Appendage as Resolution No. 17276.

Director Banks moved for adoption; seconded by Director Harris.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried.

Chairman Mitola then called for a motion adopting the following Permits which appear in the Appendage as Resolution No. 17277.

Permit EW-06-09 to the City of Naperville for permission to install, operate and maintain a 12” water main installed within an 18” steel casing bored under and across the Reagan Memorial Tollway west of IL Rt. 59. Fee is not required.

Permit NW-06-04 to the Village of Cherry Valley for permission to install, operate and maintain a 12” water main in a minimum 24” diameter steel casing bored and jacked under and across the Northwest Tollway between Newburg Road and IL Rt. Business 20. Fee is not required.

Permit NW-06-13 to the Rock River Water Reclamation District for permission to install, operate and maintain a 16” sanitary sewer installed in a steel casing north of IL Rt. 173 under and across the Northwest Tollway. Fee is not required.

Permit NW-06-14 to Insight Communications for permission to install, operate and maintain a fiber optic cable crossing under the Northwest Tollway at Cahoon Road. Fee will be \$1,000.00.

Permit TS-06-15 to St. Demetrios Greek Orthodox Church for permission to install, operate and maintain a sanitary sewer connection across O’Plaine Road and an offsite parcel of property owned by the Tollway. Fee is not required.

Director Towns moved for adoption; seconded by Director Roof.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried. Director Pradel abstained from voting on the Permits.

Chairman Mitola then called on the General Counsel to present his agenda. Mr. Tom Bamonte requested adoption of the following:

Resolution setting settlement authority limits for Worker’s Compensation cases. This appears in the Appendage as Resolution No. 17278.

Resolution authorizing settlement of Case No. 05 WC 31266 pending in the Workers’ Compensation Commission. This appears in the Appendage as Resolution No. 17279.

Intergovernmental agreement between the Tollway, DuPage County and the City of Naperville for the construction of a newly designed Naperville Road Interchange. This appears in the Appendage as Resolution No. 17280.

Resolution authorizing five (5) separate Intergovernmental Agreements between the Tollway and the County of Will, City of Lockport, and the Villages of Lemont, Homer Glen and New Lenox. These local governmental entities agreed to contribute a total of \$20 million dollars toward the cost of the south extension of the North-South Tollway. Each of the five governmental entities has agreed to contribute \$1.5 million in cash and the remainder in the form of in-kind contributions. This appears in the Appendage as Resolution No. 17281.

Chairman Mitola called for a motion adopting the Intergovernmental Agreement with DuPage and the City of Naperville. Director Banks moved for adoption; seconded by Director Towns.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried. Director Pradel abstained from voting on this resolution.

Chairman Mitola then called for a motion adopting the Intergovernmental Agreements with the County of Will, City of Lockport, Villages of Lemont, Homer Glen and New Lenox. Director Towns moved for adoption; seconded by Director Banks.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried. Director Roolf abstained from voting on this resolution.

Mr. McPartlin thanked Director Roolf for the work on the Will County agreement, working with the Tollway staff and all the villages. Many villages were represented at today’s meeting and Mr. McPartlin asked if anyone would like to comment.

Director Roolf stated, “Serious negotiations started in August of last year. After many discussions the county and villages came up with a resolution to the request for local participation in the amount of \$20 million for the I-355 South Extension. \$7.5 million will come from Will County and the four communities and \$2.5 million coming from the Will County Forest Preserve and \$10 million of improvements are being done on roads with access to the interchanges on the

extension. We had to be thoughtful about this because we were going to apply this in the future if the circumstance presented itself. We wanted to have a template or a policy in place to accomplish that and I think the resolution passed today will let us move forward on similar situations.”

Representative Jack McGuire, Mr. Jim Moustis and Mr. Dwight Johnson addressed the Board and thanked them for the resolution passed today regarding the South Extension.

Chairman Mitola thanked Director Roof for delivering the road and stressed earlier comments about a template. “We talk a lot about the fact that the Tollway, since it is 274 miles and it serves so many communities and is almost the lifeline to so many communities, it’s a balancing act. We have to take a very regional approach to our responsibilities to all of northern Illinois and within that balancing act there are all sorts of issues that come up and those local issues, we recognize, are critical to the local communities while we’re doing the regional balancing act. I think what’s come out of this project is an approach to interchanges that we will standardize. I also want to acknowledge Rocco Zuccherro for his efforts. Interchanges and soundwalls are the local issues that we face and we recognize how important these interchanges are and what’s been great is that the local leadership recognized how important and difficult our balancing act is and I appreciate the local leadership for seeing that.”

Mr. Brian McPartlin also recognized and thanked Kathleen Cantillon and her group in Communications including Jan Kemp and Joelle McGinnis who worked tirelessly to get the message out to the communities; Rocco Zuccherro and Colleen Gannon of the Planning Department; on the Legislative side, Jeff Riley and the Legal staff.

Mr. Bamonte then requested approval of a Resolution authorizing an agreement with the Illinois Department of Transportation to equally share the expenses associated with the handling of *999 cellular phone calls and to assist in identifying incidents on toll roads and other highways in Northeastern Illinois. The term of the contract is from July 1, 2006 through June 30, 2007. This appears in the Appendage as Resolution No. 17282.

Chairman Mitola then called for a motion adopting the following resolutions: Setting settlement authority limits for Worker's Compensation cases; Authorizing settlement of Case No. 05 WC 31266; and Authorizing an agreement with the Illinois Department of Transportation to equally share the expenses associated with the handling of *999 cellular phone calls and to assist in identifying incidents on toll roads and other highways in Northeastern Illinois.

Director Pradel moved for adoption; seconded by Director Harris.

Chairman Mitola called for a voice vote, and there being "Ayes" and no "Nays", declared the motion carried.

Chairman Mitola then called on Captain Haukedahl to present the agenda for the State Police.

Captain Haukedahl requested adoption of the following resolutions:

Purchase of IWIN Laptop Computers and Docks from CDS Office Technologies in the estimated cost of \$356,409.00. This appears in the Appendage as Resolution No. 17283.

Purchase of Radio Equipment in the estimated amount of \$296,400.00. This appears in the Appendage as Resolution No. 17284.

Purchase of Lighting for State Police Squad Cars in the estimated amount of \$119,000.00. This appears in the Appendage as Resolution No. 17285.

Chairman Mitola called for a motion adopting said resolutions. Director Pradel moved for adoption; seconded by Director Roof.

Chairman Mitola called for a voice vote, and there being "Ayes" and no "Nays", declared the motion carried.

There being no further business, Chairman Mitola called for a motion to adjourn.

Director Town moved to adjourn; seconded by Director Roof.

Chairman Mitola called for a voice vote, and there being “Ayes” and no “Nays”, declared the motion carried.

Meeting adjourned at approximately 10:40 a.m.

Secretary
The Illinois State Toll Highway Authority