

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

July 25, 2013

The Illinois State Toll Highway Authority met in regular session on Thursday, July 25, 2013, at approximately 9:00 a.m. in the Board Room of the Illinois State Toll Highway Authority's Central 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 and posted in accordance with the requirements of the Open Meetings Act.

Bolded entries indicate issues which will require follow-up to present to the Board.

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

Present:

Chair Paula Wolff
Director Terry D’Arcy
Director Earl Dotson, Jr.
Director David Gonzalez
Director Mark Peterson
Director Jeff Redick
Director James Sweeney
Director Tom Weisner

Not Present:

Governor Pat Quinn
Secretary Ann Schneider
Director Jim Banks

PUBLIC COMMENT

Chair Paula Wolff called for public comment.

CHAIR’S ITEMS

Chair Wolff introduced Director Earl Dotson, Jr. who was recently appointed to the Board of Directors. Chair Wolff also acknowledged the reappointment of Director Banks, Director Sweeney, and her reappointment as Chair.

Chair Wolff called for a motion to approve the minutes of the Board Meeting and Executive Session held on June 27, 2013. Director Peterson made a motion for approval; seconded by Director D’Arcy. The motion was approved unanimously.

Chair Wolff presented a resolution for the appointment of committee members. She stated that the resolution maintained the existing

committee structure, but with the addition of newly appointed Director Dotson. She encouraged Directors who might want to change committee assignments to speak to her or to Executive Director Lafleur.

Chair Wolff called for a motion to approve the appointment of committee members. Director Redick made a motion for approval; seconded by Director Weisner. The motion was approved unanimously.

STANDING COMMITTEE REPORTS

Chair Wolff asked the Chair of the following standing committees to provide reports on the committee's recent activities.

Finance Administration Operations (FAO) Committee

Director Peterson stated that **Finance** presented one item that was placed on the consent agenda:

- The Committee approved early retirement of the Tollway's share of the cost of the Balmoral Ramp by making payment to the Village of Rosemont in the amount of \$8.2 million. By doing so, the Tollway will save more than \$2 million of interest estimated to be paid between now and 2022.

Director Peterson stated that the FAO Committee was briefed on the recent sale of Series 2013B refunding bonds, and asked Cathy Williams, Deputy Chief of Finance to provide an update.

Ms. Williams stated that on July 16, 2013, the Tollway priced \$213 million in refunding bonds. As a result of the sale, there will be a savings of \$14.5 million in debt service to the Tollway.

Chair Wolff inquired if Finance intended to go back into the market to sell additional refunding bonds. Ms. Williams stated that such a sale would depend on market conditions and the Tollway would only refund additional bonds if there are favorable market conditions.

Executive Director Kristi Lafleur requested that Finance staff keep the Board of Directors informed of any future pending bond sales.

Procurement presented one item which was approved that was placed on the consent agenda:

- A three-year Sole Source request to purchase Unisys Mainframe Upgrade, Maintenance, and Support. This request allows the Tollway to upgrade equipment that is over five years old and no longer supported; it also includes maintenance and support of the system and operating system upgrades to the current Unisys platform.

Paul Kovacs, Chief of Engineering, and Gustavo Giraldo, Chief of Diversity and Strategic Planning, provided an update to the FAO Committee on Tollway construction contract unbundling efforts. The Tollway is currently exceeding the number of unbundled contracts this year versus what was achieved under the Tollway's previous capital program. These efforts have yielded two new DBE prime contractors. Challenges have been experienced, such as larger than expected bid amounts on certain small contracts, and some work that did not receive any bids. Both Engineering and Diversity are working on addressing these issues.

Engineering presented 19 items that were placed on the consent agenda. There are also two items that will be presented to the full Board today.

One is the Tollway's first small business set aside contract and the other is a land acquisition item.

In total, 8 construction contracts were presented along with 9 professional service contract awards and 2 final releases of retainage.

Legal presented 4 items of which one, an intergovernmental agreement with the Village of Gilbert, was deferred for action to a future date, leaving the remaining 3 items:

1. Intergovernmental Agreement ("IGA") with Cook County Forest Preserve District whereby the Tollway will gain access to newly acquired Forest Preserve lands near Orland Park to allow for wetland mitigation work. This will include design & construction of roadways, parking lots, restrooms and a boardwalk system which will aid in securing US Army Corps of Engineers and Illinois Environmental Protection Agency permits needed for Move Illinois work on I-90.
2. IGA with the Illinois Department of Transportation. This will enable the Illinois Department of Transportation ("IDOT") to install fiber optic communications in ducts to be maintained by the Tollway to be created along the new Elgin-O'Hare Western Access toll facility. This will enable IDOT to support communications to its maintenance facility in Schaumburg, and to run other fiber along the Elgin-O'Hare project area. Also in this IGA, the parties agree that Tollway may run its own fiber in certain ducts near the Elgin-O'Hare project that belong to IDOT, to enable roadway communications back to the Tollway's Central Administration building in Downers Grove. All services and permissions running

between the parties are to be per standard historical operating practices between the agencies, at no cost to either agency.

3. A personal injury settlement agreement, which will be discussed in Executive Session.

Chair Wolff stated that on July 24, 2013, she and Executive Director Kristi Lafleur briefed Governor Quinn on the Move Illinois program. She congratulated Tollway staff for their ongoing work on the program.

EXECUTIVE DIRECTOR

Fermilab update

Executive Director Kristi Lafleur reported that at the FAO Committee meeting guests from Fermilab and Emmert International previewed plans to transport the muon g-2 ring – a 50-foot-wide electromagnet – from New York to Fermilab in Batavia.

Ms. Lafleur stated that overnight, July 24, 2012 into the early morning hours of July 25, 2013, the ring traveled along I-355 and overnight, July 25, 2013 into the early morning of July, 26, 2013 it will travel on I-88 before reaching Fermilab. The ring will then move the final few miles across the Fermilab site.

Ms. Lafleur pointed out that the transit of the ring has truly been a collaborative effort among the Tollway, Emmert International, Fermilab and various state agencies and counties.

Ms. Lafleur then introduced Mr. Kovacs for a presentation on the transit of the ring on I-355. See attached presentation.

Consent Agenda

Chair Wolff began the consent agenda (which consisted of items reviewed earlier in detail by Committees), by calling for a motion to approve the following **Finance** resolutions:

Item 1: Approval to pay total balance of amount owed to Rosemont for cost of Balmoral Ramp \$8,226,538.09.

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

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

Item 1: Award of Contract 13-0134 to Unisys Corporation for Unisys Mainframe Upgrade, Maintenance, and Support in an amount not to exceed \$1,689,322.00 (Tollway Sole Source).

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

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

Item 1: Award of Contract I-13-4133 to Curran Contracting Company for Widening and Reconstruction on the Westbound Jane Addams Memorial Tollway (I-90), from Milepost 24.9 (Genoa Road) to Milepost 33.5 (Anthony Road), in the amount of \$48,582,986.70.

Item 2: Award of Contract I-13-4134 to R.W. Dunteman Company for Widening and Reconstruction on the Westbound Jane Addams Memorial

Tollway (I-90), from Milepost 18.4 (Kishwaukee River) to Milepost 24.9 (Genoa Road), in the amount of \$43,880,930.69.

Director Weisner made a motion for approval of **Engineering Items 1 and 2**; seconded by Director Peterson. The motion was approved unanimously.

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

Item 3: Award of Contract I-13-4137 to William Charles Construction Company, LLC for Widening and Reconstruction on the Westbound Jane Addams Memorial Tollway (I-90), from Milepost 17.8 (Mill Road) to Milepost 18.4 (East of Kishwaukee River), in the amount of \$11,908,290.50. (Director D'Arcy recusal)

Director Peterson made a motion for approval of **Engineering Item 3**; seconded by Director Redick. The motion was approved unanimously, with Director D'Arcy recusing himself.

Chair Wolff opened discussion on **Engineering Items 4-12**, and Mr. Kovacs provided further detail on **Engineering Item 9**. Mr. Kovacs stated that this contract was for roof repair and replacement of Tollway structures, and that only one bid was received on the project. He also indicated this project was a part of the Tollway's new Small Business Initiative, and at this point, a limited number of businesses had successfully been certified.

Ms. Lafleur inquired if additional small businesses were seeking certification, and if expanded certifications would likely increase bidder interest. Mr. Giraldo pointed out that many small businesses were in the

process of securing certification. Mr. Kovacs stated that the single bid may have been the result of a limited pool of potential bidders serving the area where the work would be performed.

Chair Wolff asked if her understanding is correct that, while the Tollway does not certify small businesses, other entities' certifications are accepted. Mr. Giraldo confirmed this and added that certified small businesses must only register with the Tollway, and at that point would be eligible to bid on work available through the Small Business Initiative.

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

Item 4: Award of Contract I-13-4136 to F.H. Paschen, S.N. Nielsen & Assoc. for Widening and Reconstruction on the Westbound Jane Addams Memorial Tollway (I-90), from Milepost 41.5 (US 20) to Milepost 45.5 (IL 47), in the amount of \$29,180,178.22.

Item 5: Award of Contract RR-13-5674 to Plote Construction, Inc. for Shoulder Rehabilitation on the Jane Addams Memorial Tollway (I-90), from Milepost 54.2 (Elgin Plaza 9) to Milepost 79.5 (Kennedy Expressway), in the amount of \$8,841,695.65.

Item 6: Award of Contract RR-13-4135 to GFS Construction, LLC for Guard Rail, Drainage Repairs and Slope Stabilization on the Reagan Memorial Tollway (I-88), from Milepost 115.7 (Orchard Road) to Milepost 139.5 (I-294 Tri-State Tollway), in the amount of \$2,591,288.75.

Item 7: Award of Contract RR-13-4138 to Herlihy Mid-Continent Company for Bridge and Noise Wall Repairs on the Veterans Memorial Tollway (I-355), from Milepost 3.8 (167th Street) to Milepost 26.3 (Prairie Path), in the amount of \$3,065,909.35.

Item 8: Award of Contract RR-13-5669 to R.W. Dunteman Company for Pavement and Bridge Repairs on the Veterans Memorial Tollway (I-355), from Milepost 0.0 (I-80) to Milepost 28.9 (Fullerton Avenue); on the Reagan Memorial Tollway (I-88), at Milepost 129.1 (Yackley Road); on the Jane Addams Memorial Tollway (I-90), at Milepost 5.4 (Burr Oak Road); and on the Tri-State Tollway (I-94), at Milepost 16.1 (IL 176), in the amount of \$4,086,501.65.

Item 9: Award of Contract RR-13-9138 to McDermaid Roofing and Insulating Company for Roof Repairs and Replacements on the Jane Addams Memorial Tollway (I-90), at Milepost 42.5 (US 20); and on the Reagan Memorial Tollway (I-88), at Milepost 54.2 (IL 26), Milepost 50.1 (Atkinson Road), Milepost 81.75 (Woodlawn Road) and Milepost 91.3 (Annie Glidden Road), in the amount of \$283,189.00.

Item 10: Acceptance of Proposal from Clark Dietz, Inc. on Contract I-13-4609 for Construction Management Services for Roadway Widening and Resurfacing on the Elgin O'Hare Western Access, from US Route 20 to Roselle Road, in an amount not to exceed \$5,361,000.00.

Item 11: Acceptance of Proposal from Civiltech Engineering, Inc. on Contract I-13-4610 for Construction Management Services for Bridge Reconstruction on the Elgin O'Hare Western Access, at Devon Avenue Bridge, in an amount not to exceed \$1,799,750.00.

Item 12: Acceptance of Proposal from Collins Engineers, Inc. on Contract I-13-4611 for Construction Management Services for Roadway Widening and Reconstruction on the Elgin O'Hare Western Access, from Meacham Road/Medinah Road to Rohlwing Road, in an amount not to exceed \$3,556,927.00.

Director Dotson made a motion for approval of **Engineering Items 4-12**; seconded by Director Redick. The motion was approved unanimously.

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

Item 13: Acceptance of Proposal from Hey and Associates, Inc. on Contract I-13-4612 for Construction Management Services for Wetland Mitigation on the Elgin O'Hare Western Access, in an amount not to exceed \$1,244,000.00. (Director D'Arcy recusal)

Director Redick made a motion for approval of **Engineering Item 13**; seconded by Director Peterson. The motion was approved with all unanimously, with Director D'Arcy recusing himself.

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

Item 14: Acceptance of Proposal from Ciorba Group, Inc. on Contract I-13-4110 for Design Services Upon Request for tasks associated with the Jane Addams Memorial Tollway (I-90), in an amount not to exceed \$2,500,000.00.

Director Weisner made a motion for approval of **Engineering Item 14**; seconded by Director D'Arcy. The motion was approved unanimously.

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

Item 15: Acceptance of Proposal from SPAAN Tech, Inc. on Contract I-13-4109 for Construction Management Services Upon Request for tasks associated with the Jane Addams Memorial Tollway (I-90), in an amount not to exceed \$2,500,000.00. (Director Peterson recusal)

Director Redick made a motion for approval of **Engineering Item 15**; seconded by Director Weisner. The motion was approved unanimously, with Director Peterson recusing himself.

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

Item 16: Acceptance of Proposal from Robert E. Hamilton Consulting Corp. on Contract I-13-4111 for Construction Management for Document Compliance Services related to the Tollway's Diversity and Strategic Development Department, in an amount not to exceed \$3,360,000.00.

Item 17: Acceptance of Proposal from Bloom Companies, LLC on Contract RR-13-4118 for Design Services Upon Request for tasks associated with Systemwide Pavement and Ramp Repairs, in an amount not to exceed \$2,500,000.00.

Item 18: Acceptance of Proposal from Aero-Metric, Inc. on Contract I-13-4119 for Systemwide Aerial Mapping Services Upon Request, in an amount not to exceed \$1,500,000.00.

Item 19: Final Release of Retainage on Contract I-12-4035 to Lorig Construction Company for Roadway and Bridge Reconstruction and Widening, Tri-State Tollway (I-294) from Milepost 8.2 (over 147th Street Bridge/Route 83) to Milepost 8.5 (Kedzie Avenue), in the amount of \$43,780.00.

Item 20: Final Release of Retainage on Contract RR-11-9106R to A.C. Pavement Striping Company for Pavement Markings, Systemwide, in the amount of \$96,575.05.

Director D'Arcy made a motion for approval of **Engineering Items 16-20**; seconded by Director Gonzalez. The motion was approved unanimously.

Engineering Item 21 was deferred to Executive Session:

Item 21: Amended DiBenedetto (Identification of Real Estate Parcels associated with Elmhurst Road and Elgin O'Hare Western Access (EOWA). Cost to the Tollway: N/A.

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

Item 1: An Intergovernmental with the Cook County Forest Preserve District. Cost to the Tollway: \$0

Item 2: An Intergovernmental Agreement with the Illinois Department of Transportation. Cost to the Tollway: \$0.

Director Weisner made a motion for approval of **Legal Items 1 and 2**; seconded by Director Peterson. The motion was approved unanimously.

Legal Item 3 was deferred to Executive Session:

Item 3: A Litigation Settlement with Patricia Shutts. Cost to the Tollway: \$225,000

At approximately 9:35 a.m., David Goldberg, General Counsel, indicated the need to discuss Tollway personnel matters, litigation and real estate acquisition in Executive Session pursuant to Sections 2(c)(1), 2(c)(5), and 2(c)(11) of the Open Meetings Act. Director Weisner made the motion to enter into Executive Session; seconded by Director Sweeney. The motion was approved unanimously.

At approximately 11:05 a.m., the Committee re-entered the public session of the Board meeting.

Chair Wolff called for a motion to approve **Engineering Item 21**:

Director Peterson made a motion for approval of **Engineering Item 21**; seconded by Director Sweeney. The motion was approved unanimously.

Chair Wolff called for a motion to approve **Legal Item 3**:

Director Peterson made a motion for approval of **Legal Item 3**; seconded by Director Redick. The motion was approved unanimously.

There being no further business, Chair Wolff requested a motion to adjourn.

Motion to adjourn was made by Director D'Arcy; seconded by Director Redick. The motion was approved unanimously.

The meeting was adjourned at approximately 11:07 a.m.

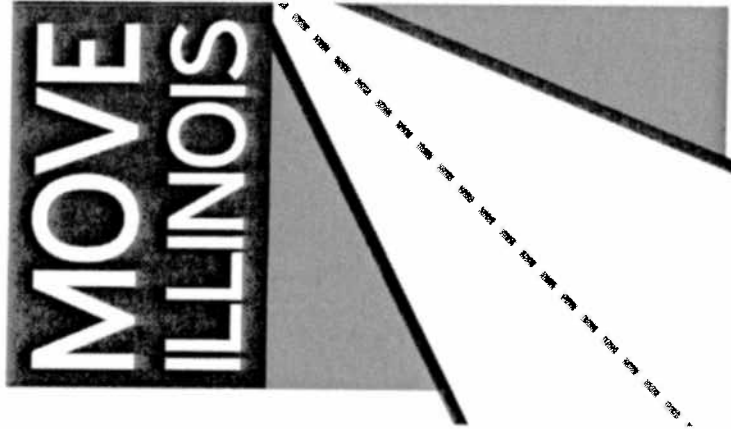
Minutes taken by:

A handwritten signature in black ink, appearing to read 'R. Baren', is written over a horizontal line. The signature is stylized and somewhat cursive.

Robert J. Baren

Assistant Board Secretary

Illinois State Toll Highway Authority



The Illinois Tollway
**DRIVING
THE FUTURE**

Fermilab Electromagnet Travels the Tollway

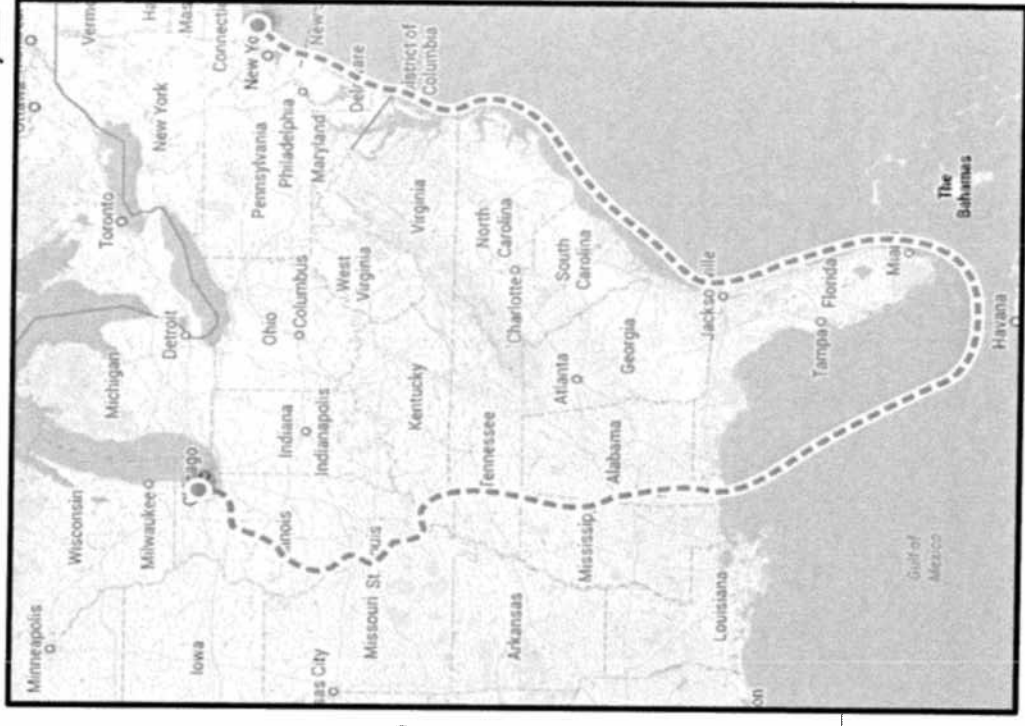
Illinois Tollway Board of Directors

July 25, 2013

Fermilab Electromagnet on the Move

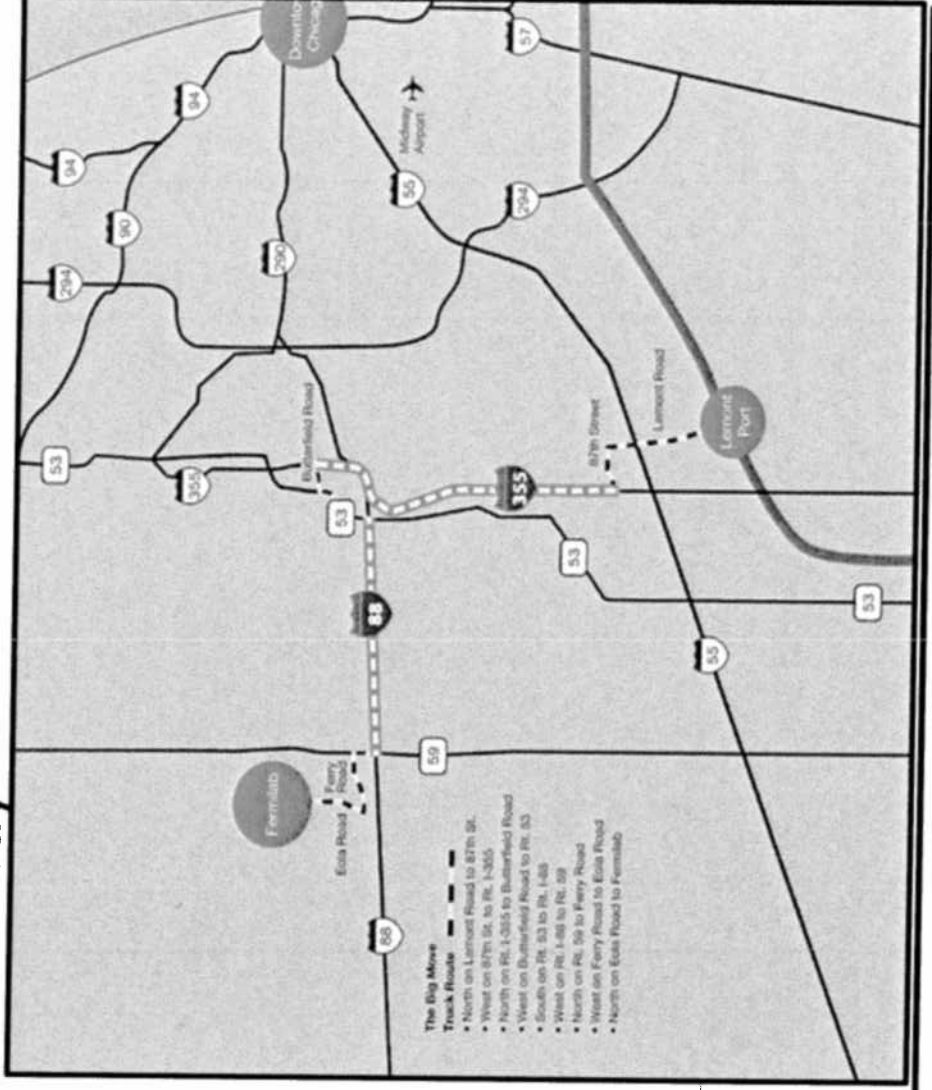
MOVE
ILLINOIS

- ▶ **Moving a 50-foot-wide electro-magnet across the country**
- ▶ **Long Island, New York to the Chicago suburbs**
- ▶ **Traveling June 22 through July 26**
- ▶ **Transportation challenges:**
 - ▶ Size: 50-foot-wide
 - ▶ Must travel horizontally in one piece
 - ▶ Limited in bounce and speed



Benefits of Traveling the Tollway

- ▶ After reviewing nearly 15 different routes, the Muon g-2 Team chose the Illinois Tollway
- ▶ Requirements:
 - ▶ Wide space
 - ▶ Smooth surfaces
 - ▶ Coordination
 - ▶ Necessitates rolling closure of roads and overnight travel
- ▶ “Paying their tolls”



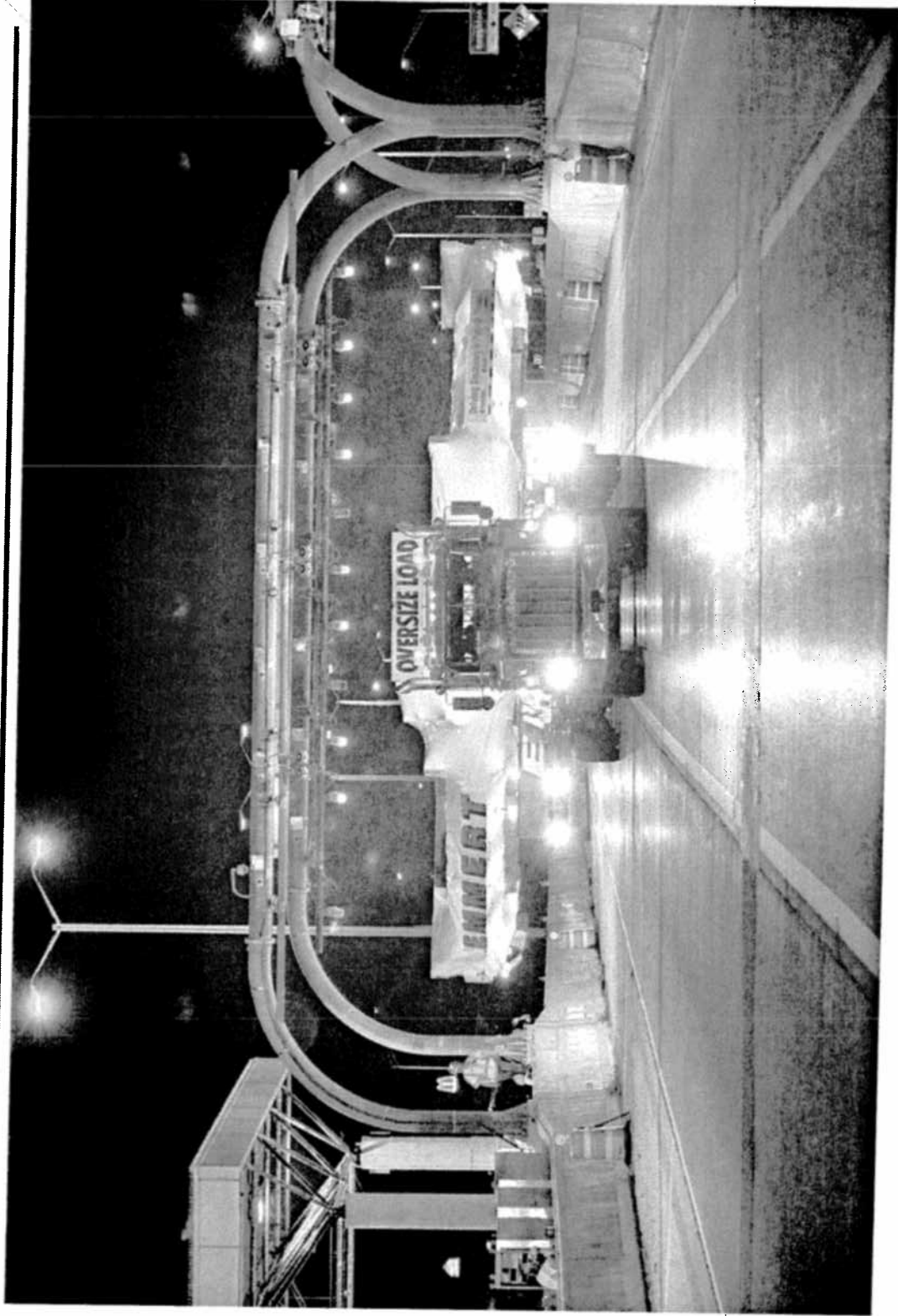
Travel Plans

- ▶ **Last night**
- ▶ Boughton Road to Veterans Memorial Parkway (I-355)
- ▶ I-355 to Route 56 (Butterfield Road)
- ▶ Route 56 to Route 53
- ▶ Currently parked at DuPage County's Hidden Lake Forest Preserve
- ▶ **Tonight at 11:00 p.m.**
- ▶ Illinois Route 53 to Reagan Memorial Tollway (I-88)
- ▶ I-88 to Illinois Route 59
- ▶ Travels across local roads to Fermilab
- ▶ Parking location just inside the Fermilab entrance
- ▶ **Public celebration on Friday evening as the ring moves across the Fermilab campus to its final destination**

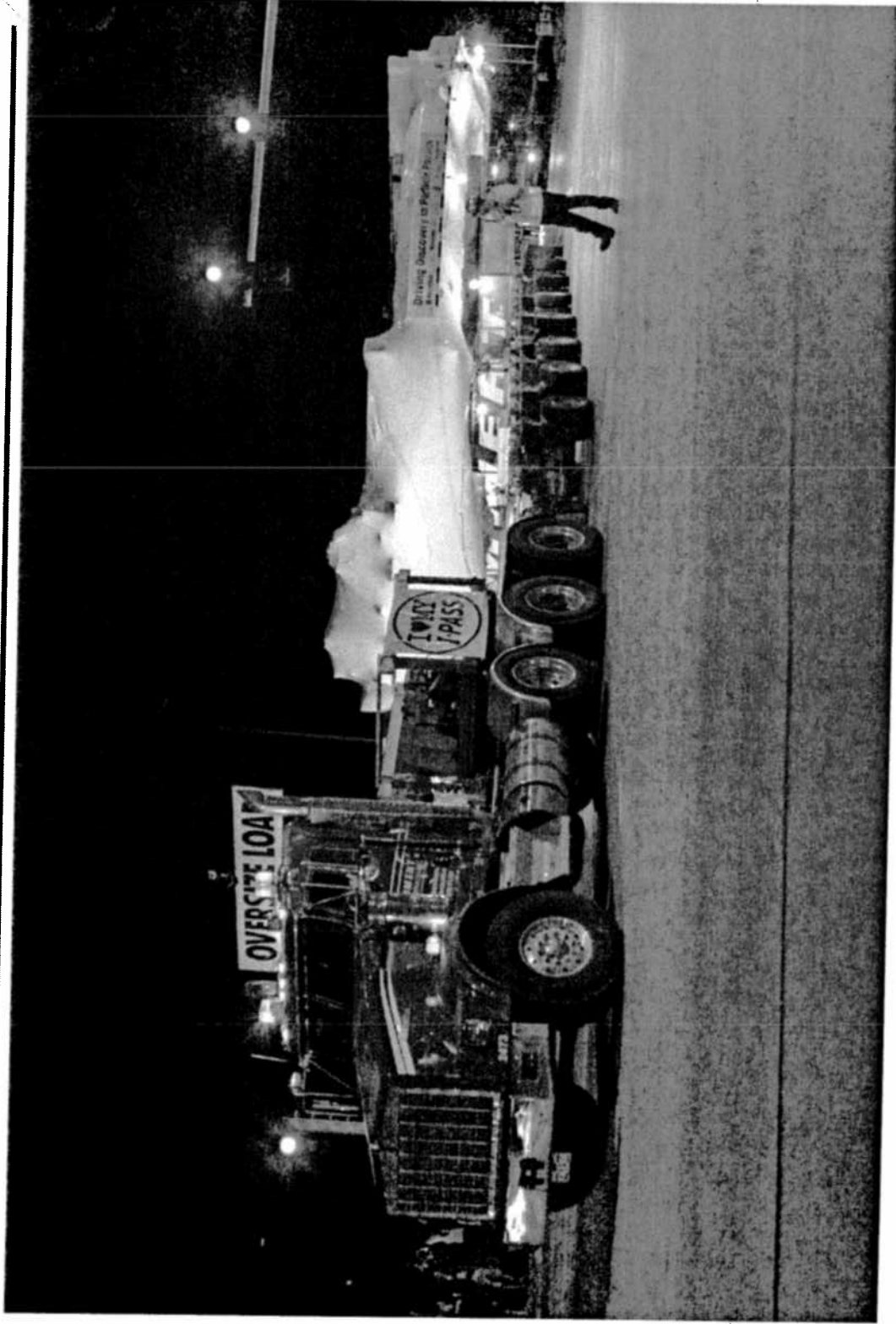
Coordination Efforts

- ▶ **DuPage County**
- ▶ **Emmert International**
- ▶ **Fermi National Accelerator Laboratory**
- ▶ **Illinois Department of Transportation**
- ▶ **Illinois State Police**
- ▶ **Illinois Tollway**
- ▶ **Other local municipalities**

Successful Transport



Successful Transport



Successful Transport

