

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

**August 29, 2013**

The Illinois State Toll Highway Authority met in regular session on Thursday, August 29, 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 Jim Banks  
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

Chair Wolff noted that Director Dotson and Director Weisner were delayed as a result of a traffic crash on Interstate 88.

#### PUBLIC COMMENT

Chair Wolff called for public comment. No public comment was offered.

#### CHAIR’S ITEMS

Chair Wolff called for a motion to approve the minutes of the Board Meeting and Executive Session held on July 25, 2013. Director Banks made a motion for approval; seconded by Director Redick. 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 summarized the meeting of the Finance, Operations, and Administration Committee (FAO) on Wednesday, August 21, 2013.

Director Peterson stated that **FINANCE** presented the 2nd Quarter Financial Review, which will also be presented in detail to the full Board. Revenue was above estimate by \$3.7 million. Operating costs were \$6.6 million less than estimated for the second quarter and capital spending was less than estimated largely due to weather delays.

Finance also requested approval of the annual actuarial review completed for the workers compensation program. The actuary has recommended a \$2.6 million increase in reserves for prior year claims, as well as a funding level of \$8.17 million for the claim year that began May 1, 2013. Finance indicates these amounts can be accommodated within the budget from other budgetary lines.

**PROCUREMENT** presented seven items which were approved by the FAO Committee to appear on the Consent Agenda. Director Peterson highlighted the following items:

- An award of an Order Against CMS Master Contract to procure Rock Salt. The average price per ton is \$53.84; this represents an approximately 10% decrease from the previous year.
- Award of the Tollway's annual fuel requirements.
- Award of a Tollway IFB to purchase two plug-in hybrid sedans.

**ENGINEERING** presented 25 items, 8 new construction contract awards, 8 new professional service contracts, 2 requests for final release of retainage, 5 change orders/extra work orders and 2 land acquisition items.

- Of these 25 items, 21 were placed on the consent agenda
- Final details on the 4 remaining items will be presented to the full Board,
  - 1 is a recommended construction contract award for ramp work at IL120 and I-94.
  - 1 is a sole source contract to continue services on the Tollway's Traffic and Incident Management System until the new contract is advertised and processed.
  - The 2 land acquisition items are expected to be reviewed in executive session, prior to full Board action.
- Engineering has also completed its work on 2 more requests for final release of retainage and these additional items will also be presented to the full Board.

**LEGAL** items presented to the FAO Committee were:

- **Cooperative Agreement with Soo Line Railroad Company** – As part of the Elgin-O'Hare work, the Tollway will be rehabilitating and widening bridge structures in Schaumburg over the railroad company's track. This Agreement will authorize the Tollway's entry onto railroad property to perform the necessary work, and the Tollway agrees to reimburse any associated costs that the railroad may incur due to the Tollway's work.
- **Intergovernmental Agreement (IGA) with the Illinois Department of Transportation (IDOT)** – This will establish a new three-year contract period for the Tollway to continue receiving mapping data from IDOT, which IDOT receives from the

NAVTEQ Company. There is NO COST to the Tollway for this data, and it will continue to be used primarily on the Tollway's website, which provides mapping functionality to aid the public in learning toll costs for each segment of tolled roadway.

- **IGA with Chicago Metropolitan Agency for Planning (CMAP); Lake County** – In furtherance of the 53/120 Blue Ribbon Advisory Council's work, a land use and transportation plan will be prepared for the 53/120 corridor. This study will focus on land-use, transportation strategies and economic issues associated with a future roadway. CMAP will take lead responsibility for selecting and managing the contractor to perform this important work. The costs for this job will be split among the parties with Tollway paying 56% of consultant invoices, capped at a \$500,000 maximum.
- **IGA with Village of East Hazel Crest, which was deferred to the September Board of Directors Meeting following questions from Director Gonzalez.**
- **Supplemental IGA with Illinois Housing Development Authority (IHDA)** – The Tollway and IHDA desire a short (3 month) extension of an earlier approved arrangement under which IHDA would make financing alternatives available to homeowners displaced by Tollway eminent domain actions. This short extension is to keep the financing facility open for a relocation transaction that is not yet completed.
- **Electric Line Easement with Commonwealth Edison** – Per standard practice between the Tollway and ComEd, Tollway is granting an easement for ComEd to erect utility line structures to

carry above-ground power lines over a 4.4 mile span along the southern part of I-355. ComEd will pay the Tollway a negotiated fee of \$5.2M, which was established using outside appraisers and arms-length negotiating by the parties. Appropriate rights and protections are built in for the Tollway in the unlikely event that there would ever be a roadway operations need for ComEd to move its structures.

### Customer Service Committee

Director Redick summarized the Customer Service Committee Meeting held on Wednesday, August 21, 2013.

Director Redick stated that the Committee reviewed the current two-year look-back policy regarding violation noticing. Among options discussed were adjusting the total number of violations required to trigger an initial violation, as well as adjusting the look-back time period to one year or six months. The Committee provided guidance to staff that the goal of a final option should maintain revenue recovery, improve customer relations, and change customer behavior. Customer input will be requested through surveys and focus groups.

The Committee reviewed the current customer web interface and discussed the Indiana Toll Road surcharge on Illinois I-Pass customers. **During the Committee meeting, Director Dotson suggested staff review the Tollway's presence on social media.** The Committee also discussed possible updates to violation notice response times, and to the current fine structure. Director Redick stated these items would be reviewed at upcoming Customer Service Committee meetings.

Director Redick then discussed the following Business Systems Item.

- Revises settlement guidelines, which included greater flexibility for Tollway staff to resolve outstanding fines.

### Audit Committee

Director Gonzalez discussed the Audit Committee Meeting on Monday, August 26, 2013.

As Special Assistant Auditors for the Auditor General of the State of Illinois, KPMG presented an overview on the audit of the financial statements for the Tollway including the State Compliance Examination for the year ended December 31, 2012. The audit was released August 6, 2013.

KPMG auditors stated the Illinois State Toll Highway Authority's financial statements as of December 31, 2012 were presented fairly in all material respects.

KPMG reviewed the Statement on Auditing Standards (SAS No. 114) and discussed:

- Auditor Responsibility under the professional standards
- Review of the Tollway's Comprehensive Annual Financial Report (CAFR). No matters came to their attention.
- In addition to planning and performing the audit of the financial statements, KPMG discussed the consideration given to review the internal controls over financial reporting as a basis for designing the audit procedures. KPMG planned and performed the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether caused by error or fraud.
- KPMG discussed the Summary of Uncorrected Audit differences which the effects of the uncorrected financial statement

misstatements were determined to be immaterial both individually and in the aggregate, to the financial statements.

- KPMG reviewed management estimates and assumptions that could have an effect on the financials. KPMG determined the Tollway's approach to valuation of derivative instruments is reasonable and the key factors and assumptions used to develop the workers' compensation self-insurance liability is reasonable.
- During the course of their audit, KPMG identified no financial statement misstatement, and there were no significant difficulties encountered in performing the audit.
- The audit of the Tollway's financial statements were completed according to the schedule set forth in the audit plan presented to the Audit Committee and Board of Directors in December 2012.

The second item on the agenda was an update on the Internal Audit activities to date presented by Cassaundra Rouse, Chief of Internal Audit.

Highlights of the Internal Audit Activity completed to date included:

- Completion of the annual certification on the systems of internal, fiscal and administrative controls
- Update on the cycle audits completed as well as follow-up audit reviews and completed vendor audit.
- The Audit Committee was provided with an overview of the oversight and management Internal Audit is providing to outsourced audit engagements.

The Committee covered the audit activities that will balance out the remainder of 2013 audit year and progress with completing the annual audit plan.



An update was provided on the status of the Construction Practices Review and Audit Services project with a discussion on the audit phases and progress to date.

Chair Wolff inquired if, as Chair of the Audit Committee, Director Gonzalez was comfortable with the audit findings. Director Gonzalez stated that he was comfortable with the findings, as there were no material findings, and that the current ERP procurement process should correct much of the remaining findings.

Chair Wolff reminded the Board and guests that a press conference announcing a sponsorship of the Tollway's H.E.L.P. trucks was to be held later this morning.

EXECUTIVE DIRECTOR

### **Promotion of Illinois State Police District 15 Commander Joseph Perez**

Kristi Lafleur, Executive Director, congratulated Illinois State Police Major Joseph Perez as he leaves his post as commander of Illinois State Police District 15 to take the position of commander for Illinois State Police Region 1.

Executive Director Lafleur introduced Major Perez to address the Board. Major Perez thanked the Board and staff for the honor of serving as the Commander of District 15. Major Perez conveyed his appreciation for the support of the Board and staff for the District 15 Illinois State Police.

Chair Wolff, on behalf of the Board, thanked Major Perez for his service to the Illinois Tollway and wished him well in his new role with the State Police.

### **Tollway H.E.L.P. Truck Sponsorship**

Executive Director Lafleur again reminded Board members that the Tollway would be announcing details of the new sponsorship agreement with State Farm and unveiling the new look of Tollway H.E.L.P. trucks immediately following the Board meeting.

Executive Director Lafleur provided further detail, stating the sponsorship represents an innovative public-private partnership which provides financial support for the successful H.E.L.P. program. Funds from the sponsorship agreement help to offset the annual costs for the H.E.L.P. program.

### **Tollway Scofflaw Posting**

Executive Director Lafleur stated that, on Tuesday, August 27, Governor Quinn signed Senate Bill 1214, which allows the Tollway to publish the names of toll violators owing \$1,000 or more on the agency's website. Executive Director Lafleur thanked members of the General Assembly and the Governor for their support of this initiative, which reinforces the Tollway's zero-tolerance policy against toll scofflaws.

Executive Director Lafleur informed the board that list will be updated quarterly and currently includes 157 businesses that the Tollway has filed lawsuits against in circuit court, as well as an estimated dollar amount for each. In all, these scofflaws owe the Tollway nearly \$3.7 million.

Chair Wolff asked Executive Director Lafleur to provide further detail on the process which led to scofflaws appearing on the list. Executive Director Lafleur responded that scofflaws appearing on the list had violations and fines dating back many years, had received at least nine notices from the Tollway, and now had lawsuits filed against the businesses in court. Executive Director Lafleur expressed the

responsibility of the Tollway to seek payment from scofflaws as an obligation to toll-paying customers.

Chair Wolff thanked Executive Director Lafleur for updating the Board on the lengthy process required for toll scofflaws to reach the list posted on the Tollway website.

### **Tollway Quarterly Financial Report**

Executive Director Lafleur introduced Mike Colsch, Chief of Finance, and Cathy Williams, Deputy Chief of Finance, to present the Tollway Quarterly Financial Report. [See attached presentation](#). Highlights of the presentation included higher-than-projected revenues and evasion recovery totals, as well as operating costs which were \$6 million below estimates.

Chair Wolff thanked Mr. Colsch for his presentation and pointed out that reviewing the budget and reviewing program progress against the budget are fundamental responsibilities of the Board as factors such as weather delays may increase program costs, and the Board must review the budget in the context of responsible increased spending to stay on schedule. Chair Wolff added that the report allowed the Board to oversee a balanced policy which would lead to sound fiscal management and rigorous program implementation

### **Consent Agenda**

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

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

*Item 1: Approval of funding for the Workers' Compensation Insurance Claim Reserve Fund in the amount of \$10,769,328, including \$8,166,000 for the 2013-2014 program year and an increase of \$2,603,328 for program years prior to May 1, 2013.*

Chair Wolff asked Mr. Colsch to summarize his comments before the FAO Committee regarding this item. Mr. Colsch stated that claims vary from year-to-year, based on recommendations of the Legal Department, and as a result of several recent unfavorable claims, this increase was recommended.

Director Peterson 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** resolutions:

*Item 1: Rescind Contract 11-0088R to Crowe Horwath LLP for the purchase of Financial Statement Preparation Software.*

*Item 2: Award of Contract 11-0088RR to Crowe Horwath LLP for the purchase of Financial Statement Preparation Software in an amount not to exceed \$201,294.15 (Tollway Request for Proposal).*

*Item 3: Award of Contract 13-0160 to Cargill Salt; Detroit Salt Company, Inc.; North American Salt Company; and Morton Salt, Inc. for the purchase of Rock Salt in an amount not to exceed \$3,835,390.80 (Order Against CMS Master Contract).*

*Item 4: Award of Contract 12-0269 to Christian County Farmers Supply Company; Conserv FS, Inc.; and Cooper Oil Company for the purchase of Fuel: Gasoline, E-85, and Diesel/Biodiesel in an amount not to exceed \$3,663,034.50 (CMS Contract for the Tollway).*

*Item 5: Renewal of Contract 11-0136 to Conserv FS, Inc. and Christian County Farmers Supply Company for the purchase of Fuel: Gasoline, E-85, and Diesel/Biodiesel in an amount not to exceed \$2,565,268.00 (CMS Contract for the Tollway).*

*Item 6: Award of Contract 12-0009 to BCR Automotive Group, LLC d.b.a. Roesch Commercial Truck Center for the purchase of Mid Sized Plug-in Hybrid Sedans in an amount not to exceed \$50,296.00 (Tollway Invitation for Bid).*

*Item 7: Renewal of Contract 07-0099 to Structure Technologies, Inc. d.b.a. Maron Structure Technologies for the purchase of PBX Phone Maintenance Services in an amount not to exceed \$218,393.00 (Tollway Request for Proposal).*

Director Gonzalez made a motion for approval of **Procurement Items 1-7**; seconded by Director Weisner. The motion was approved unanimously.

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

*Item 1: Settlement Guidelines Resolution*

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

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

*Item 1: Award of Contract I-13-4600 to Lorig Construction Company for Roadway and Bridge Construction on the Elgin O'Hare Expressway, at Milepost 12.1 (Rohlwing Road), in the amount of \$25,416,537.20.*

*Item 2: Award of Contract I-13-4603 to Plote Construction, Inc. for Roadway Widening on the Elgin O'Hare Expressway, from Milepost 10.1 (Roselle Road) to Milepost 11.2 (Meacham Road), in the amount of \$16,272,007.45.*

*Item 3: Award of Contract I-13-4616 to F.H. Paschen, S.N. Nielsen & Associates, LLC for Bridge Construction on the Jane Addams Memorial Tollway (I-90), at Milepost 73.5 (Elmhurst Road), in the amount of \$4,667,780.25.*

*Item 4: Award of Contract RR-13-4142 to William Charles Construction Company, LLC for Bridge and Culvert Repairs on the Reagan Memorial Tollway (I-88), from Milepost 48.9 (Harmon Road) to Milepost 75.0 (West of IL Route 251); and the Jane Addams Memorial Tollway (I-90), from Milepost 3.1 (Rockton Road) to Milepost 10.1 (Rock Cut State Park), in the amount of \$2,533,454.37.*

*Item 5: Award of Contract I-13-4143 to PirTano Construction Company, Inc. for Fiber Optic System Relocation, Systemwide, in the amount of \$ 1,273,875.00.*

*Item 6: Award of Contract RR-13-5677 to GFS Construction, LLC for Sign Improvements on the Reagan Memorial Tollway (I-88), from Milepost 112.79 (West of IL Route 56) to Milepost 140.34 (East of I-294), in the amount of \$3,843,471.13.*

*Item 7: Award of Contract RR-13-5678 to Kujo, Inc. for Sign Improvements on the Jane Addams Memorial Tollway (I-90), from Milepost 2.50 (Rockton Road) to Milepost 19.93 (Bypass US 20), in the amount of \$1,259,985.17.*

*Item 8: Award of Contract RR-13-5665 to Landmark Contractors, Inc. for Ramp Reconstruction on the Tri-State Tollway (I-94), at Milepost 11.2 (IL Route 120), in the amount of \$2,179,494.79. Under review*

Paul Kovacs, Chief of Engineering, presented this item. Mr. Kovacs stated that the Diversity Department is reviewing the contractor's request for a Disadvantaged Business Enterprise (DBE) waiver. The contractor has previously served as a subcontractor for Tollway work, and this contract would be the first time the contractor would serve as a prime contractor.

Gustavo Giraldo, Chief of Diversity and Strategic Planning and Development, stated that the contractor received limited input from DBE subcontractors, and had requested a waiver of the DBE requirement. Mr. Gustavo stated that the contractor had met with Tollway staff and illustrated an effort to secure DBE subcontractors on the work, but was unable to secure sufficient DBE subcontractors to meet the diversity goal.

Director Gonzalez stated that an additional bid was received which was \$80,000 above the bid from Landmark Contractors, Inc., and asked if the second bidder met the contract DBE goal. Mr. Giraldo responded that though the bid appeared to meet the DBE goal that a full analysis of the second bid, as it was a higher bid, was not performed.

Director Gonzalez then asked if the lower bidder might have met the DBE goal had they added additional cost to their bid. Mr. Giraldo stated that contractor did not indicate that a higher bid would have secured additional DBE subcontractors; however, the contractor has stated they continue to seek additional DBE subcontractors to increase their DBE participation.

Director Gonzalez asked if the holiday during the bidding time-frame led to the contractor being unable to secure DBE participation which would meet the DBE goal. Mr. Giraldo stated that the contractor illustrated difficulty securing DBE subcontractor participation as a result of a holiday during the bidding process. **Mr. Kovacs stated that the department would consider holidays when reviewing the time-frame for future bidding.**

Director Gonzalez asked if Mr. Giraldo could indicate if the vendor would be able to increase the DBE participation on the contract. Mr. Giraldo stated that the vendor had indicated an ongoing effort to secure additional DBE subcontractors.

**Chair Wolff asked Mr. Giraldo to update the Board regarding the DBE goal on this contract.** Mr. Giraldo stated that he would.

*Item 9: Acceptance of Proposal from Homer L. Chastain & Associates, LLP / Thomas Engineering Group, LLC, (JV), on Contract I-12-4048 for Construction Management Services for Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90), from Milepost 54.0 (Elgin Toll Plaza) to Milepost 56.1 (IL Route 25), in an amount not to exceed \$9,313,745.98.*



*Item 10: Acceptance of Proposal from Engineering Services Group, Inc. on Contract I-11-4019 for Construction Management Services for Interchange Reconstruction on the Jane Addams Memorial Tollway (I-90), at Milepost 76.1 (Lee Street), in an amount not to exceed \$1,999,810.80.*

*Item 11: Acceptance of Proposal from Omega & Associates, Inc. (MBE) on Contract I-13-4096 for Corridor Construction Management Services for Widening and Reconstruction on the Jane Addams Memorial Tollway (I-90), from Milepost 53.8 (Elgin Toll Plaza) to Milepost 68.2 (IL Route 53); and Construction Management Services, from Milepost 65.6 (Roselle Road) and Milepost 68.2 (IL Route 53), in an amount not to exceed \$14,000,000.00.*

*Item 12: Acceptance of Proposal from AMEC Environment & Infrastructure, Inc. / Jacobs Engineering Group, Inc. / RM Chin & Associates, Inc. (DBE), (JV) on Contract I-13-4103 for Corridor Construction Management Services for Widening and Reconstruction on the Jane Addams Memorial Tollway (I-90), Milepost 68.2 (IL Route 53) to Milepost 78.6 (Kennedy Expressway); and Construction Management Services, from Milepost 76.1 (Lee Street) to Milepost 78.6 (Kennedy Expressway), in an amount not to exceed \$14,800,000.00.*

*Item 13: Acceptance of Proposal from STV Incorporated on Contract I-13-4112 for Construction Management Services for Retaining Wall, Noise Wall and Bridge Widening on the Jane Addams Memorial Tollway (I-90), from Milepost 68.2 (IL Route 53) to Milepost 70.7 (Arlington Heights Road), in an amount not to exceed \$2,991,238.02.*

Director D’Arcy made a motion for approval of **Engineering Items 1-13**; seconded by Director Dotson. The motion was approved unanimously.

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

*Item 14: Acceptance of Proposal from BCP Tollway Partners (JV) on Contract I-13-4100 for Construction Management Services for Retaining Wall, Noise Wall and Bridge Widening on the Jane Addams Memorial Tollway (I-90), from Milepost 70.7 (Arlington Heights Road) to Milepost 73.3 (East of Oakton Street), in an amount not to exceed \$3,193,338.69. (Director D’Arcy recusal)*

Director Peterson made a motion for approval of **Engineering Item 14**; seconded by Director Banks. The motion was approved by all unanimously, with Director D’Arcy recusing himself.

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

*15. Acceptance of Proposal from ABNA of Illinois, Inc. (MBE) on Contract RR-13-5664 for Design Upon Request Services, Systemwide, in an amount not to exceed \$2,500,000.00.*

*16. Acceptance of Sole Source Proposal from Delcan Corporation on Contract RR-13-9144 for Design Services for Traffic and Incident Management System (TIMS), Systemwide, in an amount not to exceed \$576,000.00.*

Mr. Kovacs presented this item, stating that this would be an extension of the existing contract to maintain design services and capital improvements of the Tollway TIMS system. This contract is needed until the Tollway completes the bidding process for these services. Mr. Kovacs stated that Request for Proposal (RFP) process was moving through a final review and he was optimistic the bidding process would begin shortly.

Director Peterson asked if this contract was an extension of the existing contract. Mr. Kovacs stated that this was a new contract undertaken until such time a new contract is awarded through the upcoming RFP process.

*17. Change Order on Contract I-12-4075 to Plote Construction, Inc. for Widening and Reconstruction on Eastbound Jane Addams Memorial Tollway (I-90), from Milepost 41.5 (US Route 20) to Milepost 45.5 (IL Route 47), in the amount of \$340,000.00.*

*18. Change Order / Extra Work Order on Contract I-12-4076 to F.H. Paschen, S.N. Nielsen & Associates, Inc. for Widening and Reconstruction on Eastbound Jane Addams Memorial Tollway (I-90), from Milepost 45.5 (IL Route 47) to Milepost 49.7 (Union Pacific Railroad), in the amount of \$582,932.00.*

*19. Change Order on Contract I-12-4076 to F.H. Paschen, S.N. Nielsen & Associates, Inc. for Widening and Reconstruction on Eastbound Jane Addams Memorial Tollway (I-90), from Milepost 45.5 (IL Route 47) to Milepost 49.7 (Union Pacific Railroad), in the amount of \$360,800.00.*

20. *Change Order on Contract I-12-4073 to Curran Contracting Company for Widening and Reconstruction on Eastbound Jane Addams Memorial Tollway (I-90), from Milepost 24.9 (Genoa Road) to Milepost 33.5 (Anthony Road), in the amount of \$298,979.21.*

21. *Extra Work Order on Contract I-12-4073 to Curran Contracting Company for Widening and Reconstruction on Eastbound Jane Addams Memorial Tollway (I-90), from Milepost 24.9 (Genoa Road) to Milepost 33.5 (Anthony Road), in the amount of \$228,000.00.*

22. *Final Release of Retainage on Contract I-12-4034 to William Charles Construction Company, LLC / Plote Construction, Inc. / Rock Road Companies (Tri-Venture) for Shoulder Widening on the Jane Addams Memorial Tollway (I-90), from Milepost 18.3 (Kishwaukee River) to Milepost 27.6 (Mosquito Creek), in the amount of \$200,000.00.*

23. *Final Release of Retainage on Contract I-12-4064 to Homer Tree Service, Inc. for Interchange Tree Removal Contract A on the Tri-State Tollway (I-294) at I-57 Interchange, from Milepost 7.60 to Milepost 7.75, in the amount of \$6,766.47.*

24. *Final Release of Retainage on Contract I-05-5430 to R.W. Dunteman Company for Roadway Pavement Rehabilitation and Diamond Grinding on the Tri-State Tollway (I-94) from Milepost 14.1 (Buckley Road) to Milepost 16.0 (Rockland Road), and from Milepost 21.8 (Half Day Road) to Milepost 25.3 (Lake Cook Road), in the amount of \$222,006.77.*

25. *Final Release of Retainage on Contract RR-11-5637 to R.W. Dunteman Company for Roadway and Bridge Rehabilitation on the Tri-State Tollway (I-294) from Milepost 36.9 (Bensenville Bridge) to*

*Milepost 40.2 (Balmoral Avenue), in the amount of \$482,986.22.*

Mr. Kovacs presented **Engineering Items 24-25**, stating that these items represented the final payment to the prime contractors for work completed. Mr. Kovacs also stated that the final Diversity goal compliance was under review.

In regards to Engineering Item 24, Director Peterson asked what options might exist for the Tollway should the contractor fail to meet the Diversity goal upon completion of the review. Mr. Kovacs responded that, while the review was soon to be completed, all work that would be credited to the goal had been completed. In addition, Mr. Kovacs stated that this money was owed to the contractor to perform such functions as paying outstanding bills to subcontractors on the project.

Executive Director Lafleur added that the Tollway has the option to sanction contractors should the review process indicate a shortfall. Mr. Kovacs stated that the Tollway has retained the right to issue sanctions.

Director Peterson inquired about the final cost of Engineering Item 24. Mr. Kovacs stated that the reduced cost of the project was the result of the Village of Green Oaks performing work in the area, which resulted in Tollway contractors performing less work than initially anticipated in the bid. Discussion ensued on potential changes to the DBE goal on this project as a result of the reduced cost.

Director Gonzalez asked if the contractor would have met the goal had additional work removed from the contract been completed. Mr. Kovacs stated that he was unsure, however, the contractor made an effort to include DBE subcontractors on the project.

Director D'Arcy made a motion for approval of **Engineering Items 15-25**; seconded by Director Gonzalez. The motion was approved unanimously.

**Engineering Items 26 and 27** were deferred to Executive Session:

*Item 26: Amended DiBenedetto (Identification of Real Estate Parcels associated with the Elgin O'Hare Western Access (EOWA)). Cost to the Tollway: N/A.*

*Item 27: Amended DiBenedetto (Addition of PINs to Real Estate Parcels associated with the Jane Addams Memorial Tollway (I-90)). Cost to the Tollway: N/A.*

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

*Item 1: A Cooperative Agreement with the Soo Line Railroad Company, d/b/a Canadian Pacific. Cost to the Tollway: tbd*

*Item 2: Transportation. Cost to the Tollway: \$ 0.*

*Item 3: An Intergovernmental Agreement with the Chicago Metropolitan Agency for Planning and Lake County. Cost to the Tollway: Tollway shall pay 56% of consultant invoice, with a maximum of \$500,000.*

*Item 4: A Supplemental Intergovernmental Agreement with the Illinois Housing Department Authority. Cost to the Tollway: \$0.*

*Item 5: Electric Line Easement – Commonwealth Edison Company. Cost to the Tollway: \$0.*

Director Peterson made a motion for approval of **Legal Items 1-5**; seconded by Director D’Arcy. The motion was approved unanimously.

At approximately 10:20 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 D’Arcy made the motion to enter into Executive Session; seconded by Director Banks. The motion was approved unanimously.

At approximately 10:52 a.m., the Committee re-entered the public session of the Board meeting.

Chair Wolff called for a motion to approve **Engineering Items 26 and 27**:

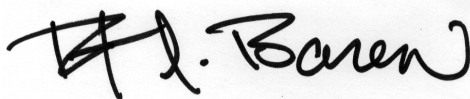
Director Peterson made a motion for approval of **Engineering Items 26 and 27**; seconded by Director Sweeney. The motion was approved unanimously.

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

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

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

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



Robert J. Baren

Assistant Board Secretary  
Illinois State Toll Highway Authority