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## Record of Meeting | February 14, 2018

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The Illinois State Toll Highway Authority (the “Tollway”) held the regularly scheduled Finance, Administration and Operations Committee Meeting on Wednesday, February 14, 2018 in the Boardroom of Tollway Headquarters in Downers Grove, Illinois. The Meeting was held pursuant to By-Laws of the Tollway upon call and notice of the Meeting executed by Chairman Robert J. Schillerstrom and posted in accordance with the requirements of the Illinois *Open Meetings Act*. The Meeting was open to the public.

*[Bolded entries indicate issues which may require follow-up to present or report to Directors.]*

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## Call to Order / Pledge of Allegiance / Roll Call

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Committee Chair Joe Gomez called the Meeting to order at approximately 9:30 a.m., stating that this is the regularly scheduled meeting of the Finance, Administration and Operations Committee (“FAO Committee”) of the Tollway Board of Directors. He invited attendees to rise and join in the Pledge of Allegiance. Committee Chair Gomez then asked the Board Secretary to call the roll, those Directors present and absent being as follows:

Committee Members Present:
Committee Chair Joe Gomez
Director Earl Dotson, Jr.
Director David Gonzalez

Committee Members Not Present:
Director Corey Brooks
Director Neli Vazquez Rowland

The Board Secretary declared a quorum present.

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## Public Comment

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Committee Chair Gomez opened the floor for public comment. No public comment was offered.

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## Committee Chair’s Items

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Committee Chair Gomez first commended Captain Bob Meeder and Illinois State Police District 15 for their investigation and subsequent arrest of the driver believed responsible for the hit-and-run which killed Tollway employee David Schwarz in September 2017.



Committee Chair Gomez called for a motion to approve **Committee Chair's Item 1**, the Minutes of the regular Finance, Administration and Operations Committee meeting held on January 22, 2018, as presented. Director Dotson made a motion for approval; seconded by Director Gonzalez. Committee Chair Gomez asked if there are any questions, concerns or requests for amendment. Hearing nothing, Committee Chair Gomez called for a vote. The motion was PASSED unanimously.

Having no further items, Committee Chair Gomez called on Executive Director Greg Bedalov.

### Executive Director's Items

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**Tollway Staff Acknowledgements:** Executive Director Bedalov expressed the agency's deep sadness over the recent passing due to health-related issues of District 15 Lieutenant Richard Kozik, who was a 19-year veteran with the Illinois State Police.

### Items for Consideration

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#### Finance

Committee Chair Gomez called on Mike Colsch, Chief Financial Officer, to present to the Committee the following Finance items:

*Item 1: Award of Contract 18-0026 to Vantiv, LLC for the purchase of Merchant Card Processing Services in an amount not to exceed \$32,000,000.00 (Tollway Sole Source).*

Committee Chair Gomez requested a motion to approve placement of **Finance Item 1** on the February Board of Directors meeting agenda with the Committee's recommendation for approval by the Board. Director Gonzalez made a motion for approval; seconded by Director Dotson. Committee Chair Gomez asked if there are any questions, concerns or requests for discussion.

Director Dotson inquired about the tokenization process. Mr. Colsch explained that tokenization completely removes credit card data from internal networks and replaces it with a unique, generated placeholder, or "token" then used to access the customers' credit card information stored at a highly secure, offsite location. He noted that methods of tokenization vary from vendor to vendor.

Director Dotson asked the term of the contract extension. Mr. Colsch responded that the extension would begin April 1, 2018 and be available to the agency through April 30, 2019; however, it is anticipated that the new provider, First Data, will have completed their integration process by November, at which time the Vantiv contract extension would be terminated.



Hearing nothing further, Committee Chair Gomez called for a vote. The motion was PASSED unanimously.

*Item 2: Resolution authorizing the issuance of up to \$700 million of Revenue Bonds to finance a portion of costs related to the Move Illinois Program.*

Committee Chair Gomez requested a motion to approve placement of **Finance Item 2** on the February Board of Directors meeting agenda with the Committee's recommendation for approval by the Board. Director Dotson made a motion for approval; seconded by Director Gonzalez. Committee Chair Gomez asked if there are any questions, concerns or requests for discussion. Hearing nothing, Committee Chair Gomez called for a vote. The motion was PASSED unanimously.

## **Procurement**

Committee Chair Gomez called on John Donato, Chief of Procurement, to present to the Committee the following Procurement items:

*Item 1: Award of Contract 18-0033 to CDS Office Systems, Inc. (d.b.a. CDS Office Technologies) for the purchase of Panasonic Toughbooks for State Police District 15 in an amount not to exceed \$1,341,200.00 (Order Against DoIT Master Contract).*

*Item 2: Award of Contract 18-0025 to CDW Government LLC for the purchase of a Cisco Firewall Upgrade in an amount not to exceed \$565,864.26 (Order Against CMS Master Contract).*

*Item 3: Award of Contract 17-0018 to Ward Auto Body, Inc. for the purchase of Automotive Body Shop Repairs, Vehicle Painting, and Replacement Parts in an amount not to exceed \$276,290.00 (Tollway Invitation for Bid).*

*Item 4: Renewal of Contract 15-0147 to Alert IT Solutions, Inc. for the purchase of Tripwire Software Maintenance and Support in an amount not to exceed \$148,663.24 (Tollway Invitation for Bid).*

Committee Chair Gomez requested a motion to consolidate for consideration and action Procurement Items 1 through 4. Director Dotson made a motion to consolidate; seconded by Director Gonzalez. Committee Chair Gomez called for a vote. The motion was PASSED unanimously.

The motion to consolidate these items having carried, Committee Chair Gomez called for a motion to approve placement of **Procurement Items 1 through 4** on the February Board of Directors meeting agenda with the Committee's recommendation for approval by the Board. Director



Gonzalez made a motion for approval; seconded by Director Dotson. Committee Chair Gomez asked if there are any questions, concerns or requests for discussion of these items. Hearing nothing, Committee Chair Gomez called for a vote. The motion was PASSED unanimously.

## Engineering

Committee Chair Gomez called on Paul Kovacs, Chief Engineering Officer, to present to the Committee the following Engineering items:

*Item 1: Award of Contract RR-17-4336 to Demarc Electric and Communications, LLC for CCTV Camera Enhancements, Systemwide, in the amount of \$1,110,619.00.*

*Item 2: Award of Contract I-17-4317 to Foundation Mechanics, LLC for Grading and Landscaping Improvements, on the Jane Addams Memorial Tollway (I-90) from Milepost 70.4 (Arlington Heights Road) to Milepost 78.3 (Kennedy Expressway), in the amount of \$1,385,338.00.*

*Item 3: Award of Contract RR-17-4346 to Demarc Electric and Communications, LLC for LED Retrofit and Intelligent Transportation System (ITS) Improvements, on the Tri-State Tollway (I-94) from Milepost 1.0 (Russell Road) to Milepost 11.5 (Belvidere Road), in the amount of \$1,784,458.27.*

*Item 4: Award of Contract RR-17-4345 to Taff Construction, Inc. for LED Retrofit and Intelligent Transportation System (ITS) Device Improvements, on the Tri-State Tollway (I-94) from Milepost 11.5 (Belvidere Road) to Milepost 22.0 (Half Day Road), in the amount of \$2,154,622.02.*

Committee Chair Gomez inquired about the Earned Credit Program and its application in the award of this contract. Mr. Kovacs provided an overview of the Tollway's Earned Credit Program ("ECP"), which offers contractors a chance to earn credits that can be applied to future construction bids (utilized in the selected vendor's bid) when they hire workers from a pool of qualified, pre-screened candidates that includes underemployed individuals. He highlighted that the ECP is part of agency efforts to diversify and expand the pool of firms and individuals doing business with the Tollway.

*Item 5: Award of Contract RR-17-4316R to Demarc Electric and Communications, LLC for Intelligent Transportation System (ITS) Device Preservation, Systemwide, in the amount of \$455,550.95.*

Director Gonzalez inquired about the self-performance requirement on this contract and whether the vendor is believed to have the capacity to perform the work. Mr. Kovacs responded that he believes the contractor has a self-performance requirement of greater than 35%, which is typical



for Tollway construction contracts. He further responded that the Engineering Department has met with the contractor and are satisfied that they can perform the work required.

*Item 6: Award of Contract I-17-4688 to Lake County Grading Company, LLC for I-490 Advance Earthwork Grading, on the Elgin O'Hare Western Access (I-490) from Milepost 3.6 (Supreme Drive) to Milepost 5.5 (Old Higgins Road), in the amount of \$13,907,770.96.*

*Item 7: Award of Contract RR-17-4349 to Herlihy Mid-Continent Company for Bridge Reconstruction and Ramp Rehabilitation, on the Tri-State Tollway (I-294) at 159th Street, in the amount of \$13,499,314.84.*

*Item 8: Award of Contract RR-17-4344 to Lorig Construction Company for Bridge Rehabilitation, on the Tri-State Tollway (I-294), Milepost 18.7 (87th Street) to Milepost 30.7 (Roosevelt Road), in the amount of \$1,152,629.00.*

*Item 9: Acceptance of Proposal from BLA, Inc. (dba Bollinger, Lach & Associates., Inc.), on Contract I-17-4680 for Construction Management Services, on Illinois Route 390 Tollway from IL 83 to York Road, in an amount not to exceed \$6,523,000.00.*

*Item 10: Acceptance of Proposal from Chastain & Associates LLC, on Contract RR-17-4295 for Construction Management Services for Roadway and Bridge Rehabilitation, on the Veterans Memorial Tollway (I-355) from Milepost 12.3 (I-55) to Milepost 29.8 (Army Trail Road), in an amount not to exceed \$10,800,000.00.*

*Item 11: Acceptance of Proposal from Quantum Spatial, Inc., on Contract RR-16-9196 for Aerial Mapping Services Upon Request, Systemwide, in an amount not to exceed \$1,500,000.00.*

*Item 12: Change Order / Extra Work Order on Contract I-16-4264 to F.H. Paschen, S.N. Nielsen & Associates, LLC for Pedestrian Overpass Bridge and Bridge Access Building Construction on the Jane Addams Memorial Tollway (I-90) from Milepost 62.4 to Milepost 62.6 (Barrington Road Interchange), in the amount of \$496,780.00 from \$7,398,991.60 to \$7,895,771.60.*

Upon conclusion of the presentation of the items, Committee Chair Gomez requested a motion to consolidate for consideration and action Engineering Items 1 through 12. Director Dotson made a motion to consolidate; seconded by Director Gonzalez. Committee Chair Gomez called for a vote. The motion was PASSED unanimously.

The motion to consolidate these items having carried, Committee Chair Gomez called for a motion to approve placement of **Engineering Items 1 through 12** on the February Board of Directors meeting agenda with the Committee's recommendation for approval by the Board. Director Gonzalez made a motion for approval; seconded by Director Dotson. Committee Chair Gomez



asked if there are any questions, concerns or requests for discussion of these items. Hearing nothing, Committee Chair Gomez called for a vote. The motion was PASSED unanimously.

## Legal

Committee Chair Gomez called on Liz Oplawski, Acting General Counsel, to present to the Committee the following Legal items:

*Item 1: Approval of an Intergovernmental Agreement with the County of Kane. Cost to the Tollway: \$0.*

*Item 2: Approval of an Intergovernmental Agreement with the Village of Mt. Prospect consenting to the annexation of Tollway property into the Village of Mt. Prospect. Cost to the Tollway: \$0.*

*Item 3: Authorization to Enter a Settlement of Claim – Law Enforcement Systems, LLC. Cost to the Tollway: As discussed in Executive Session.*

*Item 4: Appointment of Outside Counsel. Cost to the Tollway: As discussed in Executive Session.*

Upon conclusion of the presentation of items, Committee Chair Gomez stated that without objection, consideration of **Legal Items 3 and 4** will be deferred until the Executive Session of the February Board of Directors meeting.

Committee Chair Gomez called for a motion to approve placement of **Legal Item 1** on the February Board of Directors meeting agenda with the Committee's recommendation for approval by the Board. Director Gonzalez made a motion for approval; seconded by Director Dotson. Committee Chair Gomez asked if there are any questions, concerns or requests for discussion. Hearing nothing, Committee Chair Gomez called for a vote. The motion was PASSED unanimously.

Committee Chair Gomez then called for a motion to approve placement of **Legal Item 2** on the February Board of Directors meeting agenda with the Committee's recommendation for approval by the Board. Director Dotson made a motion for approval; seconded by Director Gonzalez. Committee Chair Gomez asked if there are any questions, concerns or requests for discussion. Hearing nothing, Committee Chair Gomez called for a vote. The motion was PASSED unanimously.

## Unfinished Business

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Director Dotson thanked Executive staff and the Engineering Department for their diligence in working to diversify contracts by providing opportunities through Small Business Set Asides for a wide range of disadvantaged businesses including, minority-, women- and veteran-owned firms. Committee Chair Gomez added his thanks to staff and additionally commended the Board for its role in advancing these initiatives.

### **Executive Director's Items**

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**Tollway Staff Acknowledgements:** Executive Director Bedalov introduced and welcomed Gina Sabbia, recently hired as the Tollway's Ethics Officer.

### **Adjournment**

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There being no further business before the Committee, Committee Chair Gomez requested a motion to adjourn. Motion to adjourn was made by Director Dotson; seconded by Director Gonzalez. Committee Chair Gomez called for a vote. The motion was PASSED unanimously.

The Meeting was adjourned at approximately 10:03 a.m.

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

Christi Regnery  
Board Secretary  
Illinois State Toll Highway Authority