



Record of Meeting | February 22, 2018

The Illinois State Toll Highway Authority (the “Tollway”) Board of Directors met in regular session on Thursday, February 22, 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 the Board.]

Call to Order / Pledge of Allegiance / Roll Call

Chairman Bob Schillerstrom called the Meeting to order at approximately 9:00 a.m., inviting attendees to rise and join in the Pledge of Allegiance. He then asked the Board Secretary to call the roll, those Directors present and absent being as follows:

Board Members Present:
Chairman Bob Schillerstrom
Director Jim Banks
Director Corey Brooks
Director Earl Dotson, Jr.
Director Joe Gomez <i>[entered at 9:05 a.m.]</i>
Director Craig Johnson
Director Neli Vazquez Rowland

Board Members Not Present:
Governor Bruce Rauner <i>[ex officio]</i>
Secretary Randall Blankenhorn <i>[ex officio]</i>
Director David Gonzalez

The Board Secretary declared a quorum present.

Public Comment

Chairman Schillerstrom opened the floor for public comment. No public comment was offered.

Chairman’s Items

Item 1: Approval of the Minutes of the regular Board of Directors meeting held January 25, 2018.



Chairman Schillerstrom called for a motion to approve **Chairman's Item 1**, the Minutes of the regular Board of Directors meeting held on January 25, 2018, as presented. Director Banks made a motion for approval; seconded by Director Vazquez Rowland. Chairman Schillerstrom asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Schillerstrom called for a vote. The motion was PASSED by unanimous vote of those Directors present, Director Gomez having not yet entered.

Item 2: Approval of the Minutes of the Executive Session of the Board of Directors meeting held January 25, 2018.

Chairman Schillerstrom stated that without objection, action on Chairman's Item 2, concerning the minutes of closed meetings, will be deferred until after consideration in Executive Session.

Item 3: Committee Reports

Chairman Schillerstrom asked the committee chairs of the Board if they had any report to provide on their committees' recent activities. Hearing nothing, he noted that items reviewed at committee are summarized in the Directors' materials.

Item 4: Executive Director Selection

Chairman Schillerstrom stated that without objection, action on Chairman's Item 4 will be deferred until after consideration in Executive Session.

Item 5: Additional Items

Chairman Schillerstrom introduced and welcomed Gina Sabbia, recently hired to serve as the Tollway's Freedom of Information Officer and Ethics Officer.

Chairman Schillerstrom then updated the Board on the September 2017 incident in which David Schwarz, a Tollway roadway maintenance worker, was tragically struck and killed while performing his job duties on the Tri-State Tollway. He commended Captain Bob Meeder and Illinois State Police District 15 for their investigation and subsequent arrest of the hit-and-run driver believed responsible and working to bring justice to the Schwarz family.

[Director Gomez entered the Meeting at approximately 9:05 a.m.]

Items for Consideration

Finance



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).

Chairman Schillerstrom called for a motion to approve **Finance Item 1**. Director Banks made a motion for approval; seconded by Director Brooks. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Brooks, Director Dotson, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (6)

Nays: None (0)

Abstentions: Director Gomez (1)

The motion was PASSED.

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.

Chairman Schillerstrom called for a motion to approve **Finance Item 2**. Director Johnson made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Dotson, Director Banks, Director Brooks, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

Procurement

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).

Chairman Schillerstrom called for a motion to approve **Procurement Item 1**. Director Banks made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:



Yeas: Director Banks, Director Johnson, Director Brooks, Director Dotson, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

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).

Chairman Schillerstrom called for a motion to approve **Procurement Item 2**. Director Banks made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Johnson, Director Brooks, Director Dotson, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

Item 3: Award of Contract 17-0043 to RSM US LLP for the purchase of Workforce Analysis Consulting Services (Phase III) in an amount not to exceed is \$266,960.00 (Order Against CMS Master Contract).

Chairman Schillerstrom called for a motion to approve **Procurement Item 3**. Director Banks made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Johnson, Director Brooks, Director Dotson, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

Item 4: 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).



Chairman Schillerstrom called for a motion to approve **Procurement Item 4**. Director Banks made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Director Johnson asked if the Tollway performs body work on its vehicles in-house. Mr. Donato responded affirmatively, noting that the subject contract will provide for supplementing that work and for specialized work not able to be performed by Tollway maintenance.

Director Vazquez Rowland inquired about the upper limit of compensation and the basis for determining that amount. Mr. Donato responded that the contract is not to exceed \$276,290, a figure developed from historical small purchase amounts for such work.

Hearing nothing further, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Johnson, Director Brooks, Director Dotson, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

Item 5: 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).

Chairman Schillerstrom called for a motion to approve **Procurement Item 5**. Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Dotson, Director Brooks, Director Gomez, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

Engineering

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.



Chairman Schillerstrom called for a motion to approve **Engineering Item 1**. Director Brooks made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

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. Paul Kovacs, Chief Engineering Officer, responded that the prime contractor has a self-performance requirement of greater than 35%, which is typical for Tollway construction contracts. He clarified that all subcontractors must also be approved by the agency. He then highlighted that this contract was defined and solicited as part of the Tollway's Small Business Set-Aside Program, intended to increase opportunities for small companies to participate in the agency's *Move Illinois* Program, and that the Engineering Department has met with the contractor, a veteran-owned firm, and are satisfied that they can perform the work required.

Hearing nothing further, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Brooks, Director Johnson, Director Banks, Director Dotson, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

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.

Chairman Schillerstrom called for a motion to approve **Engineering Item 2**. Director Brooks made a motion for approval; seconded by Director Banks. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion.

Director Johnson observed that the selected bid amount is significantly less than the Engineer's Estimate and inquired whether this reflects increased competition in the marketplace. Mr. Kovacs responded affirmatively, asserting that competition has been spurred by a decrease in available work advertised by other entities.

Hearing nothing further, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:



Yeas: Director Brooks, Director Banks, Director Dotson, Director Gomez, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

***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.*

Chairman Schillerstrom called for a motion to approve **Engineering Item 3**. Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Dotson, Director Brooks, Director Gomez, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

***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.*

Chairman Schillerstrom called for a motion to approve **Engineering Item 4**. Director Dotson made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Johnson, Director Banks, Director Brooks, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

***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.*



Chairman Schillerstrom called for a motion to approve **Engineering Item 5**. Director Banks made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Johnson, Director Brooks, Director Dotson, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

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.

Chairman Schillerstrom called for a motion to approve **Engineering Item 6**. Director Dotson made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Johnson, Director Banks, Director Brooks, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

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.

Chairman Schillerstrom called for a motion to approve **Engineering Item 7**. Director Banks made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Johnson, Director Brooks, Director Dotson, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.



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.

Chairman Schillerstrom called for a motion to approve **Engineering Item 8**. Director Johnson made a motion for approval; seconded by Director Banks. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

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.

Chairman Schillerstrom called for a motion to approve **Engineering Item 9**. Director Dotson made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Johnson, Director Banks, Director Brooks, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

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.

Chairman Schillerstrom called for a motion to approve **Engineering Item 10**. Director Johnson made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:



Yeas: Director Johnson, Director Dotson, Director Banks, Director Brooks, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

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.

Chairman Schillerstrom called for a motion to approve **Engineering Item 11**. Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Dotson, Director Brooks, Director Gomez, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

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.

Chairman Schillerstrom called for a motion to approve **Engineering Item 12**. Director Banks made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Johnson, Director Brooks, Director Dotson, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.



Legal

Item 1: Approval of an Intergovernmental Agreement with the County of Kane regarding Bliss, Dauberman, and County Line Roads bridge repairs over I-88. Cost to the Tollway: \$0.

Chairman Schillerstrom called for a motion to approve **Legal Item 1**. Director Vazquez Rowland made a motion for approval; seconded by Director Brooks. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Vazquez Rowland, Director Brooks, Director Dotson, Director Gomez, Director Johnson, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

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.

Chairman Schillerstrom called for a motion to approve **Legal Item 2**. Director Vazquez Rowland made a motion for approval; seconded by Director Brooks. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Vazquez Rowland, Director Brooks, Director Dotson, Director Gomez, Director Johnson, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

Chairman Schillerstrom stated that without objection, action on Legal Items 3 and 4 will be deferred until after consideration in Executive Session.

Executive Session

Chairman Schillerstrom called for a motion to enter Executive Session pursuant to exceptions provided in Sections 2(c)1, 2(c)11 and 2(c)21 of the Illinois Open Meetings Act to consider Tollway matters related to the employment of specific employees and the appointment of legal counsel, potential or pending litigation, and the minutes of closed meetings. Director Brooks made a motion, pursuant to the sections specified, to enter Executive Session; seconded by



Director Gonzalez. Chairman Schillerstrom called for a vote. The motion was PASSED unanimously.

Return from Executive Session and Action (if any)

At approximately 10:24 a.m., the Board re-entered the public session of the Meeting.

Chairman's Item 2: Approval of the Minutes of the Executive Session of the Board of Directors Meeting of January 25, 2018.

Chairman Schillerstrom called for a motion to approve **Chairman's Item 2**, the Minutes of the Executive Session of the Board of Directors meeting held on January 25, 2018, as presented. Director Banks made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there are any questions, concerns or requests for amendment. Hearing nothing, Chairman Schillerstrom called for a vote. The motion was PASSED unanimously.

Chairman's Item 4: Executive Director Selection

Chairman Schillerstrom called for a motion to approve **Chairman's Item 4**, appointing Liz Gorman as Executive Director of the Tollway, under terms of employment consistent with those discussed in Executive Session. Director Gomez made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Dotson, Director Banks, Director Brooks, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

Chairman Schillerstrom welcomed Liz Gorman as the Tollway's new Executive Director. He highlighted that her extensive experience working in the public and private sectors, including her role as Cook County Commissioner where she focused on transportation, economic growth and public safety issues, will help the agency as it moves toward its goal of making the Illinois Tollway the best transportation agency in the nation.

Legal Item 3: Authorization to Enter a Settlement of Claim – Law Enforcement Systems, LLC. Proposed settlement regarding a contract claim by vendor Law Enforcement Systems, LLC. Cost to the Tollway: As discussed in Executive Session.



Chairman Schillerstrom called for a motion to approve **Legal Item 3**, authorizing staff to settle a contract claim with Law Enforcement Systems, LLC, consistent with terms discussed in Executive Session. Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Dotson, Director Brooks, Director Gomez, Director Johnson, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

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

Chairman Schillerstrom called for a motion to approve **Legal Item 4**, authorizing the appointment of outside counsel, Franczek Radelet, to represent the Tollway in an employment litigation matter, *Julie Nachampassack v ISTHA*. Director Johnson made a motion for approval; seconded by Director Banks. Chairman Schillerstrom asked if there are any questions, concerns or requests for discussion. Hearing nothing, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Vazquez Rowland, Chairman Schillerstrom (7)

Nays: None (0)

The motion was PASSED.

Adjournment

There being no further business before the Board, Chairman Schillerstrom requested a motion to adjourn. Motion to adjourn was made by Director Banks, seconded by Director Dotson. Chairman Schillerstrom called for a vote. The motion was PASSED unanimously.



The Meeting was adjourned at approximately 10:30 a.m.

Minutes taken by: _____

Christi Regnery
Board Secretary
Illinois State Toll Highway Authority