



Illinois Tollway

20

BUDGET



PAGE INTENTIONALLY LEFT BLANK



GOVERNMENT FINANCE OFFICERS ASSOCIATION

*Distinguished
Budget Presentation
Award*

PRESENTED TO

Illinois State Toll Highway Authority

Illinois

For the Fiscal Year Beginning

January 1, 2020

Christopher P. Morill

Executive Director

The Government Finance Officers Association of the United States and Canada (GFOA) presented a Distinguished Budget Presentation Award to the Illinois State Toll Highway Authority for the Annual Budget beginning January 2020. In order to receive this award, a governmental unit must publish a budget document that meets program criteria as a policy document, operations guide, financial plan and communications device.

For questions regarding the 2021 Budget Book, please contact:

Cathy Williams Sam Samra
Chief Financial Officer Senior Budget Manager

Phone: 630-241-6800

TABLE OF CONTENTS

<u>Section</u>	<u>Page</u>
Executive Letter	1
Executive Summary	3
Tollway Organization and Background	7
Revenue Sources and Underlying Assumptions	13
Fund Structure	17
Budget Summaries	23
Strategic Plan	35
Departmental Maintenance and Operations Budgets and Narratives	41
Administration	43
Business Systems	49
Communications	55
Diversity and Strategic Development	61
Engineering	67
Executive Office and Directors	77
Facilities and Fleet	81
Finance	87
Illinois State Police District 15	93
Information Technology	99
Internal Audit	105
Legal	111
Office of the Inspector General	115
Planning	121
Procurement	127
Toll Operations	133
Capital Program	139
Debt Management	159
Budget Process and Documents	167
Financial Policies and Practices	171
Demographics	175
Appendix	181
2021 Annual Toll Revenue Certificate – CDM Smith	183
2021 Renewal and Replacement Deposit Requirement – WSP	196
2021 Certificate of Authorized Officer	202
Acronyms	203
Glossary	209

TABLE OF EXHIBITS

<u>Exhibit Number and Title</u>	<u>Page</u>
Exhibit 1: Tollway Table of Organization	7
Exhibit 2: Tollway Board of Directors	8
Exhibit 3: Tollway System Map	12
Exhibit 4: Fiscal Year 2017 - Fiscal Year 2021 Sources of Revenue.....	13
Exhibit 5: Overview of Flow of Funds.....	18
Exhibit 6: Revenues/Expenditures/Transfers and Changes in Accounts and Fund Balances.....	21
Exhibit 7: Fiscal Year 2021 Budgeted Revenues and Expenditures.....	23
Exhibit 8: Fiscal Year 2020 - Fiscal Year 2021 Sources of Revenue.....	24
Exhibit 9: Fiscal Year 2021 Projected Sources of Revenue	24
Exhibit 10: Fiscal Year 2020 - Fiscal Year 2021 Allocations of Revenue	25
Exhibit 11: Fiscal Year 2021 Projected Allocations of Revenue	25
Exhibit 12: Fiscal Year 2021 Projected Capital Expenditures	26
Fiscal Year 2021 Maintenance and Operations –	
Exhibit 13: Budget by Major Account.....	28-29
Exhibit 14: Budget by Department.....	30
Exhibit 15: Budget by Category.....	31
Exhibit 16: Fiscal Year 2021 Requested Headcount.....	32
Exhibit 17: Percentage of Total Budget by Department.....	33
Exhibit 18: Overview of Tollway Operation Metrics	37-38
Exhibit 19: Performance Measurements - Historical Trends.....	39-40
Exhibit 20: Department Functions Overview	41-42
Exhibit 21: Administration - Department Functions.....	43
Exhibit 22: Administration - Budget.....	44
Exhibit 23: Administration - 2020 Accomplishments and 2021 Goals/Objectives	45
Exhibit 24: Administration - Department Headcount	46-47
Exhibit 25: Business Systems - Department Functions	49
Exhibit 26: Business Systems - Budget	50
Exhibit 27: Business Systems - 2020 Accomplishments and 2021 Goals/Objectives.....	51-52
Exhibit 28: Business Systems - Department Headcount.....	53
Exhibit 29: Communications - Department Functions.....	55
Exhibit 30: Communications - Budget.....	56
Exhibit 31: Communications - 2020 Accomplishments and 2021 Goals/Objectives	57-58
Exhibit 32: Communications - Department Headcount	59
Exhibit 33: Diversity and Strategic Development - Department Functions.....	61
Exhibit 34: Diversity and Strategic Development - Budget.....	62

Exhibit 35:	Diversity and Strategic Development - 2020 Accomplishments and 2021 Goals/Objectives	63-64
Exhibit 36:	Diversity and Strategic Development - Department Headcount	65
Exhibit 37:	Engineering - Department Functions	67
Exhibit 38:	Engineering - Budget	68
Exhibit 39:	Engineering - 2020 Accomplishments and 2021 Goals/Objectives	69-73
Exhibit 40:	Engineering - Department Headcount	74-75
Exhibit 41:	Executive Office and Directors - Department Functions	77
Exhibit 42:	Executive Office and Directors - Budget	78
Exhibit 43:	Executive Office and Directors - Department Headcount	79
Exhibit 44:	Facilities and Fleet - Department Functions	81
Exhibit 45:	Facilities and Fleet - Budget	82
Exhibit 46:	Facilities and Fleet - 2020 Accomplishments and 2021 Goals/Objectives	83-84
Exhibit 47:	Facilities and Fleet- Department Headcount	85-86
Exhibit 48:	Finance - Department Functions	87
Exhibit 49:	Finance - Budget	88
Exhibit 50:	Finance - 2020 Accomplishments and 2021 Goals/Objectives	89-90
Exhibit 51:	Finance - Department Headcount	91-92
Exhibit 52:	Illinois State Police District 15 - Department Functions	93
Exhibit 53:	Illinois State Police District 15 - Budget	94
Exhibit 54:	Illinois State Police District 15 - 2020 Accomplishments and 2021 Goals/Objectives	95-96
Exhibit 55:	Illinois State Police District 15 - Department Headcount	97
Exhibit 56:	Information Technology - Department Functions	99
Exhibit 57:	Information Technology - Budget	100
Exhibit 58:	Information Technology - 2020 Accomplishments and 2021 Goals/Objectives	101-102
Exhibit 59:	Information Technology - Department Headcount	103
Exhibit 60:	Internal Audit - Department Functions	105
Exhibit 61:	Internal Audit - Budget	106
Exhibit 62:	Internal Audit - 2020 Accomplishments and 2021 Goals/Objectives	107-108
Exhibit 63:	Internal Audit - Department Headcount	109
Exhibit 64:	Legal - Department Functions	111
Exhibit 65:	Legal - Budget	112
Exhibit 66:	Legal - 2020 Accomplishments and 2021 Goals/Objectives	113
Exhibit 67:	Legal - Department Headcount	114
Exhibit 68:	Office of the Inspector General - Department Function	115
Exhibit 69:	Office of the Inspector General - Budget	116
Exhibit 70:	Office of the Inspector General - 2020 Accomplishments and 2021 Goals/Objectives	117-118
Exhibit 71:	Office of the Inspector General - Department Headcount	119
Exhibit 72:	Planning - Department Functions	121

Exhibit 73:	Planning - Budget	122
Exhibit 74:	Planning - 2020 Accomplishments and 2021 Goals/Objectives.....	123-125
Exhibit 75:	Planning - Department Headcount.....	126
Exhibit 76:	Procurement - Department Functions	127
Exhibit 77:	Procurement - Budget	128
Exhibit 78:	Procurement - 2020 Accomplishments and 2021 Goals/Objectives.....	129-130
Exhibit 79:	Procurement - Department Headcount.....	131
Exhibit 80:	Toll Operations - Department Functions	133
Exhibit 81:	Toll Operations - Budget	134
Exhibit 82:	Toll Operations - 2020 Accomplishments and 2021 Goals/Objectives.....	135-136
Exhibit 83:	Toll Operations - Department Headcount	137
Exhibit 84:	Fiscal Year 2021 <i>Move Illinois</i> Program Budget.....	140
Exhibit 85:	<i>Move Illinois</i> Program Expenditures by Year	143
	Fiscal Year 2021 <i>Move Illinois</i> Program Budget – Existing System Needs –	
Exhibit 86:	Jane Addams Memorial Tollway (I-90)	143
Exhibit 87:	Tri-State Tollway (I-94/I-294/I-80)	144
Exhibit 88:	Veterans Memorial Tollway (I-355).....	145
Exhibit 89:	Reagan Memorial Tollway (I-88).....	146
Exhibit 90:	Systemwide Projects.....	147
	Fiscal Year 2021 <i>Move Illinois</i> Program Budget – System Expansion –	
Exhibit 91:	Tri-State Tollway (I-294)/I-57	148
Exhibit 92:	Elgin O’Hare Western Access Project	149
Exhibit 93:	Other Capital Projects Highlights	151-152
Exhibit 94:	Capital Program Construction Highlights Map.....	158
Exhibit 95:	Outstanding Bonds as of January 1, 2021.....	161
Exhibit 96:	Estimated Debt Service Obligation	163
Exhibit 97:	Debt Service Coverage	164
Exhibit 98:	2021 Budget Planning Calendar	169-170
Exhibit 99:	2021 Certificate of Authorized Officer	202

Executive Letter





The Illinois Tollway
2700 Ogden Avenue
Downers Grove, Illinois 60515-1703
Phone: 630/241-6800
T.T.Y: 630/241-6898

To the Honorable Board Chair and Directors:

As Executive Director of the Illinois Tollway, I am pleased to deliver a balanced spending plan for fiscal year 2021 that demonstrates the Tollway's commitment to serving the transportation needs of Northern Illinois across the five roads that make up our 294-mile Tollway system.

Consistent with the Tollway's long-term financial plan, this 2021 Budget accommodates expenditures to maintain roadway and customer service activities and includes no increase over 2020 for maintenance and operations expenditures.

In 2021, we will reinvest more than 73 percent of the \$1.42 billion in revenue we collect in support of the roads, bridges and infrastructure that serve our 1.6 million daily drivers.

The Illinois Tollway remains dedicated to strong fiscal management of day-to-day operations as the agency and State of Illinois work to navigate the challenges of the global COVID-19 pandemic. This 2021 Budget presents a responsible spending plan that will allow us to continue to deliver the largest capital program in the agency's history and to provide safe and efficient daily service to our customers.

Our plan to deliver an investment of \$1.53 billion in capital spending funded from toll revenues and bond proceeds in 2021 is outlined in this budget book. This commitment will provide jobs and create opportunities for economic development as we do our part to maintain and improve our region's transportation network. By the end of 2021, the Illinois Tollway will have spent nearly 63 percent of its 15-year, \$14 billion *Move Illinois* capital program budget.

Funding for the tenth year of *Move Illinois* projects includes:

- Design and construction associated with the new I-490 Tollway and the new connection to O'Hare International Airport.
- Design and reconstruction of the Central Tri-State Tollway (I-294).
- Systemwide repairs on roadways, interchanges and bridges to keep our existing system in good repair.

Thank you for your support and guidance as we work in cooperation with the greater transportation industry and a broad range of local interests to build better roads, integrate new technologies, support economic opportunities and provide everyone access to benefit from our programs.

José Alvarez

A handwritten signature in blue ink that reads "José R. Alvarez".
Jose Alvarez (Nov 23, 2020 15:30 CST)

Executive Director

2021 BUDGET OVERVIEW

The Illinois Tollway is self-supported with revenue from tolls financing its annual maintenance and operations, capital improvements and debt service for the 294-mile Tollway system serving communities and drivers across 12 counties in Northern Illinois.

The 2021 Budget we are presenting outlines a balanced spending plan anticipating \$1.42 billion in revenues to fund the agency's Maintenance and Operations Budget and Capital Program needs for the fiscal year with the collective goal of serving our customers, communities and contributing to the business and economic development opportunities for our state.

Consistent with the Tollway's long-term financial plan, this 2021 Budget accommodates expenditures to maintain roadway and customer service activities and includes no increase over 2020 for Maintenance and Operations expenditures. In addition, the 2021 Budget provides for the investment of \$1.53 billion in capital spending funded from toll revenues and bond proceeds. These capital funds are allocated to fund the 10th year of the agency's 15-year *Move Illinois* capital program.

At the completion of this budget year, the Illinois Tollway will have spent \$9 billion of the \$14 billion *Move Illinois* Program budget, investing in projects that are addressing the needs of the existing Tollway system including rebuilding and widening the Jane Addams Memorial Tollway (I-90) as a state-of-the-art 21st century corridor and delivering the new Illinois Route 390 Tollway. Ongoing work includes reconstructing the Central Tri-State Tollway (I-294); completing the new interchange connecting the Tri-State Tollway (I-294) and I-57; and delivering the new, all-electronic I-490 Tollway.

Thanks to our capable senior leadership team, our low relative operational expenses and the ongoing realization of savings throughout our *Move Illinois* capital program, we are committed to keeping all scheduled infrastructure investments on track.

In addition to investing toll dollars throughout the five roadways that make up the Tollway system, the 2021 Budget will allow the Illinois Tollway to continue investing in people and opportunities that inspire creativity and drive innovation to ensure the Illinois Tollway's viability and effectiveness, as well as increase diversity.

The Illinois Tollway's current leadership team has been working tirelessly to ensure the agency reflects the communities we serve, both inside and out. Now realizing more minority participation than ever thanks to an overwhelming response by contracting and professional service communities, the 2021 Budget supports projects and initiatives to ensure minority performance on our contracts is at an all-time high.

Maintaining top-quality infrastructure, improving service to customers and advancing diversity of businesses and workers can only be accomplished with great people and firms that support the agency. The Illinois Tollway and our Board of Directors are delivering a 2021 Budget to support this effort.



2021 BUDGET OVERVIEW

The Illinois Tollway's maintenance and operations are funded primarily by revenues from toll collection and evasion recovery, while toll revenues and proceeds from the issuance of revenue bonds are used to fund the expansion, reconstruction and improvement of the Tollway system.

The 2021 Budget is a balanced budget in which revenues provide sufficient resources for operating and maintenance expenses and commits more than 73 percent of revenues allocated to support infrastructure through debt service and deposits to the renewal and replacement and improvement accounts as provided in the Trust Indenture.

In 2021 revenues are projected to total \$1.42 billion, an increase of 11 percent over the revised 2020 estimate and 7.8 decrease from the 2020 estimates pre COVID-19:

- \$1.4 billion of toll revenues and evasion recovery
- \$10 million of concessions and miscellaneous revenues
- 10 million of investment income

The 2021 Budget allocates \$1.42 billion of revenues as follows:

- \$380 million to fund maintenance and operations
- \$468 million for debt service transfers
- \$567 million for the 2021 Capital Program and capital investments (deposits to Renewal and Replacement and Improvement accounts)

Maintenance and Operations

Overall, the 2021 Budget includes \$380 million for Maintenance and Operations to support activities and services that focus on the Illinois Tollway's customers. This includes \$104.0 million in Business Systems and Toll Operations to support and tolling and customer service, \$35.6 million in State Police for safety services, \$103.1 million in Engineering and Facilities and Fleet to support roadway maintenance and traffic operations, as well as \$26.8 million in Information Technology.

Capital Program

The Illinois Tollway will invest \$1.53 billion in 2021 for projects to build and repair roadways, bridges and interchanges and other capital investments across the 294-mile system, to fund the 10th year of the *Move Illinois* Program.

Budgeting for Results

The Illinois Tollway is committed to serving the transportation needs of Northern Illinois and its 1.6 million daily drivers. The Tollway's budget includes desired outcomes outlined in the Governor's Office of Management and Budget, Budgeting for Results. Desired outcomes include (i) increase employment and attract, retain and grow businesses, (ii) improve infrastructure and create safer communities, (iii) support basic functions of government and (iv) strengthen cultural and environmental vitality.

Increase Employment and Attract, Retain and Grow Businesses

The greatest value that the Illinois Tollway provides the communities it serves is access. Mobility is the lifeblood of new economic activity for communities fueling development, transport of goods and services and job growth. The Tollway is committed to investing in roadway infrastructure, technical assistance and workforce development that supports communities, businesses and workers by creating jobs and stimulating the local and state economies. The 2021 Budget includes:

- \$690.4 million to continue with construction, design, utility and right-of-way activities to support planned reconstruction and congestion relief for the Central Tri-State Tollway (I-294).
- \$451.4 million to continue design and advance work for construction of the new I-490 Tollway connecting with the Jane Addams Memorial Tollway (I-90) and the Central Tri-State Tollway (I-294) and for construction of the new I-490 Interchange providing western access into O'Hare International Airport.
- \$78 million to advance continue roadway and ramp construction to complete the Tri-State Tollway (I-294)/I-57 Interchange.
- \$8.5 million to increase participation for underemployed workers and certified disadvantaged, minority- and women-owned business enterprise (D/M/WBE) firms, and small and veteran-owned businesses working on Tollway contracts by providing support through the Tollway's ConstructionWorks workforce development services, Technical Assistance Program and Small Business Initiative.

Improve Infrastructure and Create Safer Communities

The Illinois Tollway is dedicated to providing and promoting a safe and efficient system of highways while ensuring the highest possible level of service to customers. The Tollway is investing in infrastructure, technology and services that help improve quality of life by saving drivers time and money and promoting safe travel. Examples of new enhancements for 2021 include:

- \$312.2 million for ongoing bridge, pavement and facility maintenance along with infrastructure and safety improvements on the existing Tollway system.
- \$35.6 million to fund the operations of the Illinois State Police District 15 assigned to patrol the Illinois Tollway System across 12 counties in Northern Illinois and provide comprehensive law enforcement services.
- \$5.1 million for investments in technologies and services, including connected vehicle equipment, weigh-in-motion systems, wireless 911 system, wrong-way driver and ramp queue detection and the Traffic and Incident Management System, to enhance mobility on the Tollway system..

Support Basic Functions of Government

The Illinois Tollway continues to work to find new ways to increase transparency and accountability to its customers and the communities it serves. Operating more like a business than a government agency, the Tollway relies on toll revenue to fund operations, so the agency has adopted a customer-driven approach and is committed to understanding customers' needs and expectations. By developing technology and systems we are able to better support the needs of employees and customers by enabling efficient access to data and resources. Examples included in the 2021 Budget include:

- \$42.2 million to support customer service provided by the Tollway's Toll Operations and Business Systems, including customer service centers, customer call centers and customer service representatives to assist Tollway customers with I-PASS accounts, Pay-By-Plate service, invoices and toll violations.
- \$10 million to support implementation of an enterprise resource planning (ERP) system to enable the Tollway to maximize resources and manage its business functions more efficiently and effectively.
- \$1.1 million for Geographic Information Systems to support enhancement of technical and user-driven tools used by Tollway staff, contractors and the public, including lane closure applications and system mapping tools, as well as consolidation of electronic data sets across departments and develop a graphic-based data sharing interface for the agency.

Strengthen Cultural and Environmental Vitality

The 2021 Budget makes investments to make the Tollway more resilient to changes in the environment and preserve our natural, historic and cultural resources to make Illinois a more attractive place for people to visit, live and work. Examples of investments planned for 2021 include.

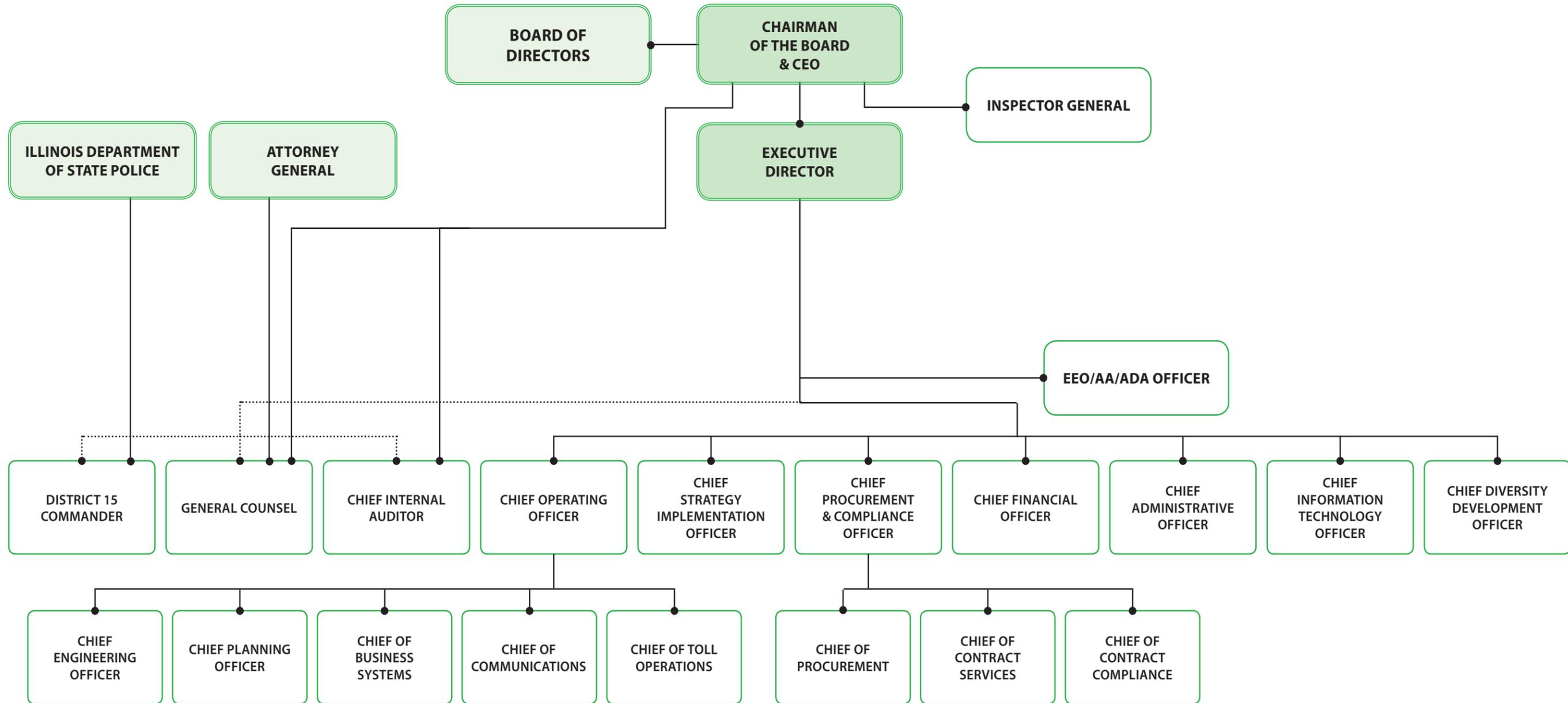
- \$41.7 million to continue improvements to Tollway facilities systemwide in compliance with Leadership in Energy and Environmental Design (LEED) certified building standards, including construction of a new Aurora (M-8) maintenance site on the Reagan Memorial Tollway I-88 and the Bensenville (M-16) maintenance site on the Illinois Route 390 Tollway.
- \$15 million to support environmental mitigation projects with state and county forest preserves and the systemwide planting of trees, shrubs and other native plants as part of the Tollway's Landscape Master Plan.
- Partnering with municipal, county and state agencies enhance aesthetics and gateways along the Illinois Route 390 Tollway, the Central Tri-State Tollway (I-294) and the Jane Addams Memorial Tollway (I-90).

Conclusion

The Illinois Tollway's Budget for 2021 maintains the agency's commitment to investments in people that enhance customer service and driver safety and continue to build a diverse workforce and pool of qualified businesses ensuring opportunities for minorities, women and veterans. With a balanced budget that includes \$380 million for maintenance and operations and \$1.53 billion for the capital program, the Tollway will have resources essential to continue implementation of the *Move Illinois* Program providing congestion relief and improved regional mobility critical to economic growth throughout the region.



ILLINOIS TOLLWAY TABLE OF ORGANIZATION



THE ILLINOIS TOLLWAY

The Illinois State Toll Highway Commission was created in 1953 under the Toll Highway Act (“Act”) as an instrumentality and administrative agency of the state of Illinois to provide for the construction, operation, regulation and maintenance of a system of toll highways within the state of Illinois. Under the Act, on April 1, 1968, the Tollway assumed all the obligations, powers, duties, functions and assets as the Illinois State Toll Highway Authority. The Act authorizes the issuance of revenue bonds for the purposes, among others, of financing expansions of the Tollway system and reconstruction of and improvements to the Tollway system and authorizes the issuance of refunding bonds for the purpose of refunding any bonds of the agency then outstanding at maturity or on any redemption date.

The Tollway is empowered to enter into contracts to: acquire, own, use, lease, operate and dispose of personal and real property, including rights-of-way, franchises and easements; establish and amend resolutions, by-laws, rules, regulations and to fix and revise tolls; acquire, construct, relocate, operate, regulate and maintain the Tollway system; exercise the power of eminent domain; and contract for services and supplies, including services and supplies for the various customer service areas on the Tollway system.

BOARD OF DIRECTORS

The Tollway is governed by an 11-member Board of Directors that includes the Governor of Illinois, *ex officio*, and the Secretary of the Illinois Department of Transportation, *ex officio*. Nine directors are appointed by the Governor, with the advice and consent of the Illinois Senate, from the State at large with a goal of maximizing representation from the areas served by the Tollway system. No more than five directors may be from the same political party. Of the directors appointed by the Governor, one is appointed by the Governor as Chairman of the Tollway Board of Directors. The current Chairman, Willard S. Evans, Jr., was initially appointed by Governor JB Pritzker as a Director and Chairman of the Tollway on February 28, 2019.

Name	Initial Appointment	Expiration of Current Term
Governor JB Pritzker, <i>ex officio</i>	N/A	N/A
Secretary of Transportation Omer Osman, <i>ex officio</i>	N/A	N/A
Willard S. Evans, Jr., Chairman	February 28, 2019	March 1, 2021
James Connolly	February 28, 2019	March 1, 2023
Stephen L. Davis	February 28, 2019	March 1, 2023
Alice Gallagher	February 28, 2019	March 1, 2021
Karen McConnaughay	February 28, 2019	March 1, 2021
Scott Paddock	February 28, 2019	March 1, 2021
Gary Perinar	February 28, 2019	March 1, 2021
James Sweeney	February 28, 2019	March 1, 2023
Vacant		March 1, 2023

EXHIBIT 2

ORGANIZATIONAL STRUCTURE

The Tollway's organizational structure consists of 16 departments: Administration, Business Systems, Communications, Diversity and Strategic Development, Engineering, Executive Office and Directors, Facilities and Fleet, Finance, Information Technology, Office of the Inspector General, Internal Audit, Legal, Planning, Procurement, Illinois State Police District 15 and Toll Operations. The Chairman of the Board is the Chief Executive Officer and exercises general supervision over all powers, duties, obligations and functions of the Authority. The Executive Director manages the day-to-day operations of the Tollway. The commander of Illinois State Police District 15 also reports to the superintendent of the State Police, and the general counsel to the Tollway also reports to the Attorney General of the state of Illinois.

The **Administration** Department is responsible for the development and implementation of administrative policies and procedures and employee compliance.

The Department of **Business Systems** is responsible for overseeing the electronic tolling system, collecting toll revenue and assessing and collecting fines and penalties from toll violators.

The **Communications** Department is responsible for external and internal communications between the Tollway and its constituents, including customers, news media, elected and appointed officials, the general public and employees.

The **Diversity and Strategic Development** Department is responsible for promoting, developing and implementing a comprehensive diversity program on behalf of the Tollway to ensure inclusion and equal opportunity for small and veteran-owned businesses and disadvantaged, minority- and women-owned business enterprise (D/M/WBE) firms in construction and engineering contracts and the supply of other goods and services.

The **Engineering, Facilities and Fleet** Departments

- The **Engineering** Department is responsible for the design, construction and maintenance of the Tollway System. This includes coordination and implementation of the *Move Illinois* capital program, the inspection and maintenance of Tollway infrastructure, and the 24x7x365 monitoring of traffic operations, roadway maintenance, and incident management to ensure safe and efficient travel for Tollway customers.
- The **Facilities and Fleet** Department is responsible for maintenance and repairs at 186 Tollway facilities and the service and repair of approximately 1,700 vehicles and operating equipment. The department also provides support services that include the warehousing and delivery of goods and materials, mail delivery, IT wiring and equipment installations at facilities, communication tower maintenance and repair, and the installation and repair of communication radio equipment in all Illinois State Police District 15 and Tollway vehicles.

The **Executive Office and Directors** manage Tollway affairs consistent with the Act.

- The **Strategy and Implementation** area leads strategic initiatives that establish best practices in governance for the Tollway. The Strategy Department leads the Enterprise Risk Management program for the Tollway that provides for a continuous coordinated approach to assess, analyze mitigate and monitor risks that can affect the achievement of Tollway strategic objectives and overall operational performance. The ERM framework addresses risk governance, risk assessment, risk quantification, risk monitoring and reporting. The Strategy team is responsible for compliance programs that focus on strengthening the internal control framework of the Tollway. The Enterprise Risk Management program and internal control compliance programs contribute value to and are integrated as part of

the overall governance and management process at the Tollway.

The **Finance** Department is responsible for general accounting, budgeting, treasury functions, financial reporting, accounts payable, toll revenue audit, payroll, risk management and debt management.

The **Information Technology** Department is responsible for planning, directing and controlling information technologies and telecommunications throughout the Tollway.

The **Office of the Inspector General** is responsible for investigating allegations of waste, fraud, abuse, corruption, misconduct and mismanagement in the day-to-day operations of the Tollway.

The **Internal Audit** Department recommends policies and procedures to ensure that Tollway Board members, employees, and contractors and/or vendors adhere to state and federal laws and internal rules and regulations.

The **Legal** Department is a bureau of the Office of the Attorney General of the State of Illinois and is, by law, the legal advisor and attorney for the Tollway.

The **Planning** Department is responsible for strategic programming and planning, intergovernmental agreements, environmental and landscaping, legislation and policy, community relations, property management, geographic information system (GIS) and geometrics.

The **Procurement** Department is responsible for agencywide procurement for all goods, services, construction, and all professional services including engineering and design. In addition, the procurement department will ensure all contracts are in compliance with stated goals, deliverables and obligations.

Illinois State Police District 15 is one of 21 districts of the Illinois State Police and is responsible for providing comprehensive law enforcement services. District 15 serves the entire Tollway system. Officers assigned to District 15 patrol the Tollway System to enforce speed limits and traffic laws, assist disabled motorists and provide special details for operations, such as overweight vehicle enforcement.

The **Toll Operations** Department is responsible for providing the necessary resources and services to maintain the Tollway's toll operations, as well as managing the collection and counting of tolls. The department's responsibilities also include customer service functions associated with electronic toll collection and evasion recovery.

THE TOLLWAY SYSTEM

The Tollway system presently consists of approximately 294 miles of limited-access highway in 12 counties in Northern Illinois and is an integral part of the expressway system in Northern Illinois and the U.S. Interstate Highway System.

Since beginning operations in 1958, the Tollway system has served an important role in the development of the Northern Illinois economy. During its initial operation, the Tollway system permitted rapid interstate travel between Northern Illinois, Indiana and Wisconsin. As the suburban areas surrounding Chicago expanded throughout the 1960s and 1970s, the Tollway system evolved into primarily a commuter travel system, serving suburban Chicago and O'Hare International Airport. At the present time, the five roadways that compose the Tollway system (see "Routes") serve, among other areas, suburban Cook County and the Chicago-area collar counties, which together represent one of the fastest-growing areas in Illinois in terms of population and employment.

ROUTES

The Tollway system is currently made up of five tollways: the Jane Addams Memorial (I-90), the Tri-State (I-94/I-294/I-80), the Veterans Memorial (I-355), the Reagan Memorial (I-88) and the Illinois Route 390 Tollways.

The Jane Addams Memorial Tollway (I-90), constituting a portion of Interstate 90, is a 76-mile roadway. The Jane Addams Memorial Tollway begins east of the intersection of the Kennedy Expressway from downtown Chicago and the Tri-State Tollway in the vicinity of O'Hare International Airport and extends to the west, crossing the Fox River just north of Elgin, Illinois. From there, it runs northwesterly to Rockford, Illinois, and then northerly to a point near the Illinois-Wisconsin border, where it feeds into the Wisconsin portion of I-90 leading to Madison, Wisconsin.

The Tri-State Tollway (I-94/I-294/I-80), constituting portions of Interstates 94, 294 and 80 and including the 5-mile Edens Spur, is an 84-mile beltway around the Chicago metropolitan area. It extends from a point near the Indiana state line where it intersects with the Bishop Ford Freeway and the Kingery Expressway to a point near the Illinois-Wisconsin border, where it connects with U.S. Route 41 and I-94 from Milwaukee. The Tri-State also connects with the Reagan Memorial Tollway (I-88), the Eisenhower Expressway, the Jane Addams Memorial Tollway (I-90), the Kennedy Expressway (I-90/I-94) and the Stevenson Expressway (I-55). From its southern terminus, the Tri-State Tollway has a direct connection to the Indiana Toll Road via the Kingery Expressway and I-80. The Tri-State Tollway is the most traveled Tollway in the system, accounting for approximately 40 percent of the Tollway system's volume.

The Veterans Memorial Tollway (I-355) is a 30-mile highway generally paralleling Illinois Route 53 in DuPage and Will counties between approximately the intersection of Army Trail Road and I-290 in Addison on the north and I-80 near Joliet on the south. The Veterans Memorial Tollway opened in December 1989. On November 12, 2007, a 12.5-mile south extension of the Veterans Memorial Tollway through Will County from I-55 to I-80 opened, increasing the length of the Veterans Memorial Tollway to 30 miles.

The Reagan Memorial Tollway (I-88), constituting a portion of Interstate covers 96.5-miles and begins east of the junction of the Tri-State Tollway (I-294) and the Eisenhower Expressway and runs west, ending at U.S. Route 30 in the Sterling/Rock Falls area. From U.S. Route 30, I-88 is a toll-free facility connecting to I-80 and the Quad Cities.

The Illinois Route 390 Tollway, tolling of the initial 6.5-mile segment of Illinois Route 390 from U.S. Route 20 (Lake Street) to I-290 began in July 2016, and tolling on the 3.5-mile segment from I-290 to Illinois Route 83 began on November 1, 2017. Remaining construction includes the interchange that will connect the Illinois Route 390 Tollway to a new I-490 Tollway to be constructed around the western border of O'Hare International Airport linking the Jane Addams Memorial Tollway (I-90) and the Tri-State Tollway (I-294).

REVENUE SOURCES AND UNDERLYING ASSUMPTIONS

The Illinois Tollway is a non-appropriated agency of the state of Illinois. The Tollway is self-supporting, depending on the revenues derived from operations and proceeds from the issuance of revenue bonds. These funds are used to support maintenance and operations, debt service and reconstruction of and improvements to the Tollway system.

REVENUES

For budgetary purposes, the Tollway classifies revenues into three categories: toll revenues and evasion recovery, investment income and concessions and miscellaneous. The revenues generated from toll collection and evasion recovery include tolls, invoicing fees, and fines and fees collected through the violation enforcement system.

On November 20, 2008, the Illinois Tollway Board of Directors approved a toll adjustment to commercial vehicle toll rates by phasing in a 60 percent increase (including tiers for small, medium and large trucks) beginning January 2015. The scheduled increase became effective as follows:

- January 1, 2015 - commercial rates increased to 40 percent above the 2014 rates
- January 1, 2016 - commercial rates increased to 50 percent above the 2014 rates
- January 1, 2017 - commercial rates increased to 60 percent above the 2014 rates
- January 1, 2018 and beyond - commercial rates also include an annual cost of living inflator

2021 budgeted revenue of \$1,415 million is 11 percent above 2020 estimate, but is 7.8 percent below the 2020 budget.

Toll revenues and evasion recovery are estimated to total \$1,240 million in 2020 and are projected to total \$1,395 million in 2021. Of the Tollway’s total revenues, toll evasion recovery revenues are expected to generate approximately \$79 million in 2020 and \$73 million in 2021. Projection for investment income is \$15 million for 2020 and \$10 million for 2021. In addition, concessions and miscellaneous revenues are expected to generate \$15 million in 2020 and \$10 million in 2021.

SOURCES OF REVENUES (\$ MILLIONS)

	FY 2017 Actual	FY 2018 Actual	FY 2019 Actual	FY 2020 Budget	FY 2020 Estimates	FY 2021 Projections
Toll Revenues and Evasion Recovery	\$1,375	\$1,412	\$1,462	\$1,495	\$1,240	\$1,395
Investment Income	14	34	39	30	15	10
Concessions and Miscellaneous Revenues	13	12	9	10	15	10
Revenues Total	\$1,402	\$1,458	\$1,510	\$1,535	\$1,270	\$1,415

Totals may not add due to rounding.

EXHIBIT 4



COVID-19 IMPACT

The COVID-19 pandemic and response were the primary causes of the significant decline in toll revenues from 2019 to 2020. The projected \$1.240 billion of 2020 toll revenues, inclusive of evasion recovery, is 85% of the \$1.462 billion actual amount in 2019. In 2021, toll revenues, inclusive of evasion recovery, is budgeted to recover to \$1.395 billion in 2021, or 95% of the pre-pandemic 2019 amount. The actual extent of continued recovery from the impacts of COVID-19 is uncertain.

TOLL REVENUE ESTIMATES

Revenues are defined per the Amended and Restated Trust Indenture as (i) all tolls, fees, charges, rents and other income and receipts derived from the operation of the Tollway system, (ii) proceeds of any use and occupancy insurance relating to the Tollway system and of any other insurance that insures against loss of revenues, (iii) investment income from any moneys or securities held in funds, accounts or sub-accounts established under the Indenture other than the Construction Fund and (iv) amounts transferred from the Construction Fund to the Revenue Fund and transfers to the Trustee by the Tollway from the System Reserve Account. Revenues exclude state and federal grants and appropriations, loan proceeds, gifts or donations of any kind, transfers, if any, to the Tollway as permitted under any Escrow Agreement and receipts not related to the Tollway's performance of its obligations under the Indenture or to the operations of the Tollway system. Revenue estimates and budgets include a video tolling fee approved by the Board in 2017 and effective February 1, 2018, and the impacts of the "Tolling 2020" reforms implemented June 2020.

In October of each year, the Illinois Tollway's independent traffic engineer, CDM Smith, provides expected toll revenue estimates for the budget process. An estimate is provided for the current year by using actual data for the first eight months and estimates for the last four months of the year. A month-by-month estimate of toll revenues for the following year is also provided.

Short-term forecasts are based on several key variables. Initially, CDM Smith reviews recent trends in the context of historical averages. This includes a review of actual transaction trends by plaza, direction, month, vehicle classification and payment type. Any variation from the prevailing trends is noted and, where possible, attributed to a particular event or ongoing condition. This includes analysis of factors such as construction both on and off of the Tollway system, weather-related events, land-use developments and any other externality that may have impacted recent performance. By understanding when and where these variances occur, CDM Smith can better estimate how similar events may have an impact on Tollway performance in the future.

Following a thorough review of recent performance, factors that will affect transactions in the coming months and following year are considered. Information addressing scheduled construction, both on and off the system; system improvements, including added capacity or new interchanges; planned developments; and near-term economic trends are analyzed for potential impacts on transactions and toll revenues. A combination of observed historical transaction trends and factors that will affect future transactions are used to make monthly transaction estimates by plaza, direction, month, vehicle classification and payment type.

Once the monthly transaction estimates are finalized, they are converted into expected toll revenue estimates at each plaza by applying the corresponding toll rate to the number of transactions in each transaction category. The revenue estimates for the year are the sum of all the monthly revenues by plaza. CDM Smith has estimated \$1,304.2 million expected toll revenues in 2020 and \$1,469.4 million for 2021. Estimates are expected revenues and do not include the effects of overpayments, underpayments or toll evasion. Please refer to CDM Smith's Toll Revenue Certificate in the appendix for more information.

ADJUSTMENTS TO TOLL REVENUE ESTIMATES

The expected revenues provided by the Tollway's independent traffic engineer represent the revenues that would be collected if every vehicle paid the published toll based on vehicle class, time of day and payment type. Expected revenues do not account for overpayments, underpayments, exemptions or revenues lost due to toll avoidance.

INVOICING AND EVASION RECOVERY

Expected revenues provided by the traffic engineer do not account for the fees collected from invoicing or fines collected from violations through the toll violation enforcement process. Amounts of revenues reported in the Tollway's annual budget, quarterly statements and annual financial reports include proceeds from invoicing and toll violation enforcement.

In June 2020, as part of Tolling 2020 reforms, the Tollway began a program for invoicing patrons for unpaid tolls that are not paid within fourteen days. Invoicing seeks to recover such tolls plus a small fee per each toll transaction, ranging from \$3 for passenger vehicles to \$15 for large commercial vehicles. Lower fees apply to Illinois Route 390 transactions.

Public Act 94-0636 allows the Tollway to implement a toll violation enforcement system (VES) to pursue violators. Using VES, the Tollway captures images of the license plates of vehicles that pass through without paying the full toll either by I-PASS or cash. This system takes multiple images of vehicles' license plates when nonpayment or underpayment occurs. Customers that do not pay missed tolls and related fees pursuant to the afore-mentioned invoicing process become subject to a \$20 fine and the cash toll for each unpaid toll. Each fine amount increases by \$50 per violation if a \$20 fine notice is ignored, and continued nonpayment can lead to suspension of license plate registration. Lower fines of \$10 for the first fine notice and \$25 for the second are issued to violators on the Illinois Route 390 Tollway.

OTHER INCOME:

Investment Income

Investment income represents gains and losses on sales of investments, as well as interest income on Tollway funds, I-PASS cash escrow accounts and accounts held by the Bond Trustee.

Concessions and Miscellaneous Revenues

Concessions revenues are generated from Tollway oases, where third-party vendors provide fuel, food and other conveniences to Tollway customers. Miscellaneous income includes revenues from Highway Emergency Lane Patrol (H.E.L.P.) truck sponsorship, overweight truck fines, rental and easement income, tower co-location fees, rental income, fiber-optic lines, transponder fees, insufficient I-PASS fees, finance charges, scrap material sales and other miscellaneous receipts.

PAGE INTENTIONALLY LEFT BLANK

FUND AND ACCOUNT DESCRIPTIONS

The Amended and Restated Trust Indenture effective March 31, 1999, (the “Indenture”) is an agreement between the Tollway and Trustee (as fiduciary for bondholders) that pledges the Tollway’s Net Revenues and amounts on deposit in certain funds and accounts to secure payment on senior bonds issued by the Tollway. The Indenture establishes two funds, the Revenue Fund and Construction Fund. Revenues are deposited to the Revenue Fund, and net bond proceeds (other than proceeds of bonds issued for refinancing purposes) and any investment earnings thereon are deposited to the Construction Fund.

REVENUE FUND

Within the Revenue Fund, the Indenture establishes the following accounts: Maintenance and Operations, Debt Service, Debt Reserve, Junior Bond (none currently), Termination Payment, Renewal and Replacement, Improvement, and System Reserve. There are sub-accounts within each of the Maintenance and Operations Account and Debt Service Account.

In accordance with the Indenture, the Tollway delivers all revenues (other than investment income) within five business days to the Treasurer of the state of Illinois (the “Treasurer”) for deposit in the Revenue Fund with one or more depositories selected by the Treasurer. On or before the 20th day of each month, the Treasurer, at the direction of the Tollway, transfers or applies the balance in the Revenue Fund not previously transferred or applied in the following order of priority:

- First, to the Operating Sub-Account of the Maintenance and Operations Account;
- Second, to the Operating Reserve Sub-Account of the Maintenance and Operations Account;
- Third, to the Interest Sub-Account, Principal Sub-Account, and Redemption Sub-Account Payment, in that order of priority, of the Debt Service Account;
- Fourth, to the Provider Payment Sub-Account of the Debt Service Account;
- Fifth, to the Debt Reserve Account;
- Sixth, to any Junior Bond Accounts (if any);
- Seventh, to the Termination Payment Account;
- Eighth, to the Renewal and Replacement Account;
- Ninth, to the Improvement Account; and
- Tenth, to the System Reserve Account.



Overview of Flow of Funds

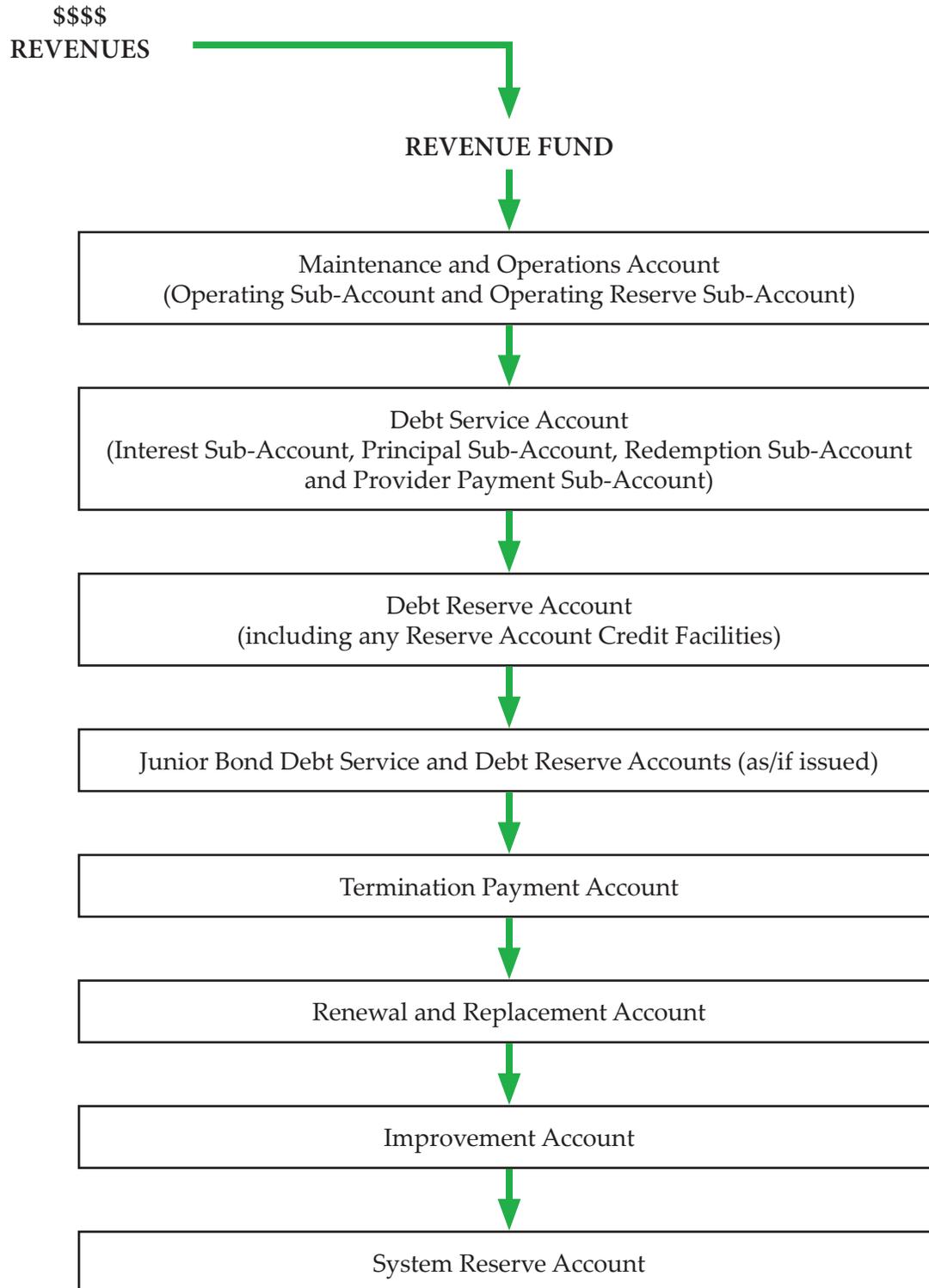


EXHIBIT 5

MAINTENANCE AND OPERATIONS ACCOUNT

The Maintenance and Operations Account consists of the Operating Sub-Account and the Operating Reserve Sub-Account.

Revenues are allocated to the Operating Sub-Account to cover operating expenses budgeted for the current fiscal year. One-twelfth of budgeted operating expenses are allocated to the Operating Sub-Account each month, to be applied to operating expenses at the direction of the Tollway.

Revenues are next allocated to the Operating Reserve Sub-Account in an amount, if any, specified by the Tollway, provided that this account's balance may not exceed 30 percent of the current fiscal year's budget for operating expenses. Monies allocated to the Operating Reserve Sub-Account provide a reserve to be withdrawn if monies allocated to the Operating Sub-Account are insufficient to pay operating expenses. If the Tollway determines that the amount in the Operating Reserve Sub-Account exceeds the amount deemed necessary, the excess will be applied as revenues.

DEBT SERVICE ACCOUNT, DEBT RESERVE ACCOUNT AND TERMINATION PAYMENT ACCOUNT

The Debt Service Account, established for the Tollway's senior bonds and required to be held by the Trustee, consists of the Interest Sub-Account, the Principal Sub-Account, the Redemption Sub-Account and the Provider Payment Sub-Account. After each month's allocation of revenues to the Operating Sub-Account and, if applicable, the Operating Reserve Sub-Account, revenues are next deposited to the Debt Service Account to cover senior bonds' interest, principal, sinking fund installments and costs/reimbursements, except for termination costs, of credit enhancements or qualified hedge agreements for senior bonds.

Revenues are next deposited to the Debt Reserve Account as/if necessary to meet the debt reserve requirement (maximum annual debt service) and to make any required reimbursements to providers of Reserve Account Credit Facilities.

Revenues are next deposited, as/if applicable, to any debt service or debt reserve requirements of junior bonds. To date the Tollway has never issued junior bonds.

Revenues are next deposited to the Termination Payment Account, established in the seventh supplemental Indenture dated as of June 1, 2005, as/if necessary to pay costs of terminating credit enhancement or qualified hedge agreements.

RENEWAL AND REPLACEMENT ACCOUNT

Revenues are next allocated to the Renewal and Replacement Account in an amount as set forth in the annual budget and based on the recommendation of the Consulting Engineer.

IMPROVEMENT ACCOUNT

At the direction of the Tollway, amounts are then applied to the Improvement Account for allocation to Improvement projects until the balance in the Account is equal to the Improvement Requirement.

SYSTEM RESERVE ACCOUNT

The balance in the Revenue Fund is deposited to the credit of the System Reserve Account to provide for deficiencies in any other account or sub-account. If all accounts have sufficient funds, System Reserve Account funds can be used to pay off debt, fund construction projects, make improvements or for any other lawful Tollway purpose.

CONSTRUCTION FUND

The Construction Fund is held as a separate segregated fund. The Construction Fund receives funds from the sale of bonds and the investment of bond proceeds. No toll revenues are deposited in this fund unless via transfer from the System Reserve Account. The treasurer may deposit any such separate, segregated accounts within the Construction Fund with the bond trustee, pursuant to the provisions of a Supplemental Indenture.

Fiscal Year 2019-2021
Statement of Revenues/Expenditures/Transfers and
Changes in Accounts and Fund Balances
(\$ millions)

ACCOUNTS/ FUNDS	2019 Actual	2020 Estimate	2021 Budget	2020 to 2021 % Change
<u>Maintenance and Operations Account (1)</u>				
Beginning Balance	\$43.8	\$42.6	\$27.4	
Transfer from Revenue Fund to Operating Sub-Account	349.0	365.1	379.5	
Expenditures	(350.2)	(380.2)	(379.5)	
Ending Balance (1)	\$42.6	\$27.4	\$27.4	0.0%
<u>Debt Service Account</u>				
Beginning Balance	\$63.6	\$57.2	\$55.7	
Transfer from Revenue Fund (2)	408.6	426.3	468.4	
Federal Subsidy for Build America Bonds	13.6	13.6	13.6	
Bonds Retired	(118.8)	(129.3)	(136.5)	
Interest Expense	(302.0)	(308.1)	(341.0)	
Other Financing Costs (3)	(7.7)	(4.0)	(0.1)	
Ending Balance	\$57.2	\$55.7	\$60.1	7.8%
<u>Renewal and Replacement Account</u>				
Beginning Balance	\$262.5	\$370.8	\$173.2	
Transfer from Revenue Fund (2)	429.0	120.0	228.0	
Transfer from Construction Fund	0.0	0.0	0.0	
Expenditures (4)	(320.6)	(317.6)	(286.9)	
Ending Balance	\$370.8	\$173.2	\$114.3	(34.0%)
<u>Improvement Account</u>				
Beginning Balance	\$483.4	\$513.3	\$585.9	
Transfer from Revenue Fund (2)	313.3	336.3	339.1	
Transfer from Construction Fund	0.0	513.1	603.0	
Expenditures (4)	(283.4)	(776.8)	(1,247.2)	
Adjustment of prior year allocations	0.0	0.0	0.0	
Ending Balance	\$513.3	\$585.9	\$280.8	(52.1%)
<u>Construction Fund</u>				
Beginning Balance	\$0.0	\$0.0	\$0.0	
Bond Proceeds (5)	336.2	513.1	603.0	
Investment Income	1.4	0.0	0.0	
Transfers to Renewal/Replacement and Improvement Account	(337.6)	(513.1)	(603.0)	
Ending Balance	\$0.0	\$0.0	\$0.0	0.0%

(1) The balance in the Maintenance and Operations Account includes \$27.4 million in operating reserves.

(2) Transfers in 2019/2020 include allocations of investment income.

(3) Other Financing Costs include bond-related costs other than debt service, costs related to refundings and accounting adjustments.

(4) 2019 expenditures and 2020 estimated expenditures reflect cost recoveries of (\$4.5) million and (\$67) million, respectively, pursuant to intergovernmental agreements (IGA).

(5) Bond Proceeds are net of issuance costs and Debt Reserve Account deposits.

Totals may not add due to rounding.

PAGE INTENTIONALLY LEFT BLANK

BUDGET SUMMARIES

FISCAL YEAR 2021 BUDGETED REVENUES AND EXPENDITURES

The Illinois Tollway is a self-supporting entity depending on revenue derived from Tollway operations for its support. Unlike other state of Illinois agencies whose budgets are appropriated and approved by the state legislature, the Tollway receives no appropriations from the state of Illinois and the annual budget is approved by the Tollway Board of Directors.

Capital program costs are funded through allocations of current revenue, monies on deposit in the Renewal and Replacement Account and the Improvement Account and proceeds from the sale of bonds.

Revenues

Toll Revenue and Evasion Recovery	\$1,395 million	Collections via cash, I-PASS or recovery of violation payments
Investment Income	\$10 million	Interest income on Tollway funds and I-PASS cash escrow accounts
Concessions and Miscellaneous	\$10 million	Revenue from overweight trucks, fines, rental of assets for fiber optics, license fees, oases, fuel, food and retail sales
Total Revenues	\$1,415 million	

Operating Expenses and Debt Service

Maintenance and Operations	\$380 million	Related to toll collections, roadway maintenance, traffic control, safety, insurance and administration
Debt Service	\$468 million	Principal and interest payments and other financing costs
Total Operating and Debt Service Expenditures	\$848 million	

Capital Program Expenditures	\$1,534 million	Capital expenditures for systemwide maintenance, reconstruction and expansion
-------------------------------------	------------------------	---

EXHIBIT 7



**Sources of Revenue
FY 2020 – FY 2021
(\$ millions)**

	FY 2020 Budget	FY 2020 Estimates	FY 2021 Projections
Toll Revenues and Evasion Recovery	\$1,495	\$1,240	\$1,395
Investment Income	30	15	10
Concessions and Miscellaneous Revenues	10	15	10
Revenues Total	\$1,535	\$1,270	\$1,415

Totals may not add due to rounding.

EXHIBIT 8

**Projected Sources of Revenues
Fiscal Year 2021
\$1,415 Million**

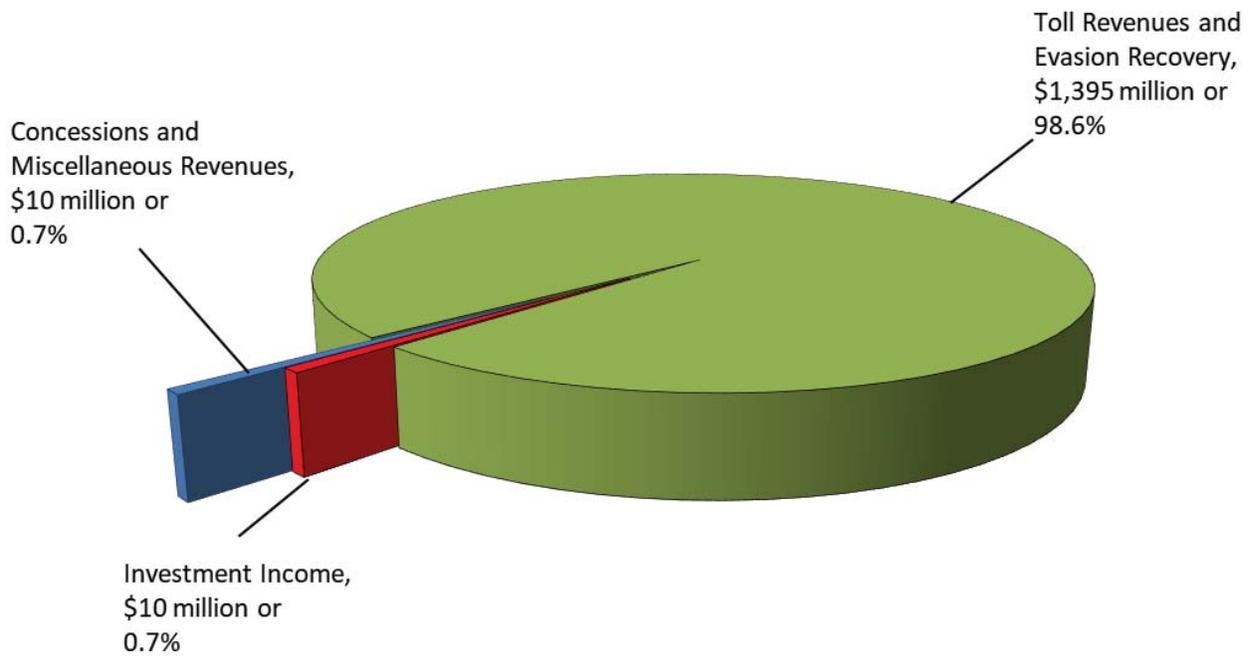


EXHIBIT 9

**Allocations of Revenue
FY 2020 – FY 2021
(\$ millions)**

	FY 2020 Budget	FY 2020 Estimates	FY 2021 Projections
Maintenance and Operations	\$380	\$365	\$380
Debt Service and Reserve	450	426	468
Deposits to Renewal and Replacement and Improvement	705	479	567
Allocations Total	\$1,535	\$1,270	\$1,415

Totals may not add due to rounding.

Renewal and Replacement and Improvement are Capital Accounts used for preservation, rehabilitation, construction, reconstruction or extension of the system and investment in equipment.

EXHIBIT 10

**Projected Allocations of Revenue
Fiscal Year 2021
\$1,415 Million**

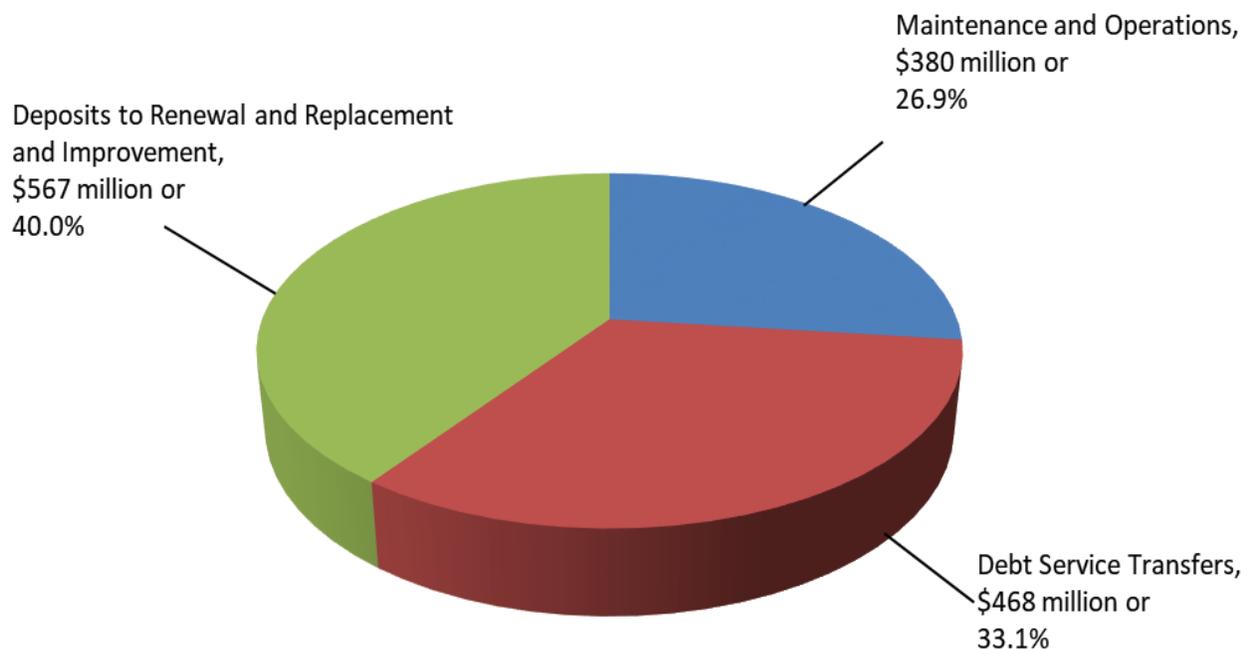


EXHIBIT 11

**Projected Capital Program Expenditures
Fiscal Year 2021
\$1,534 Million**

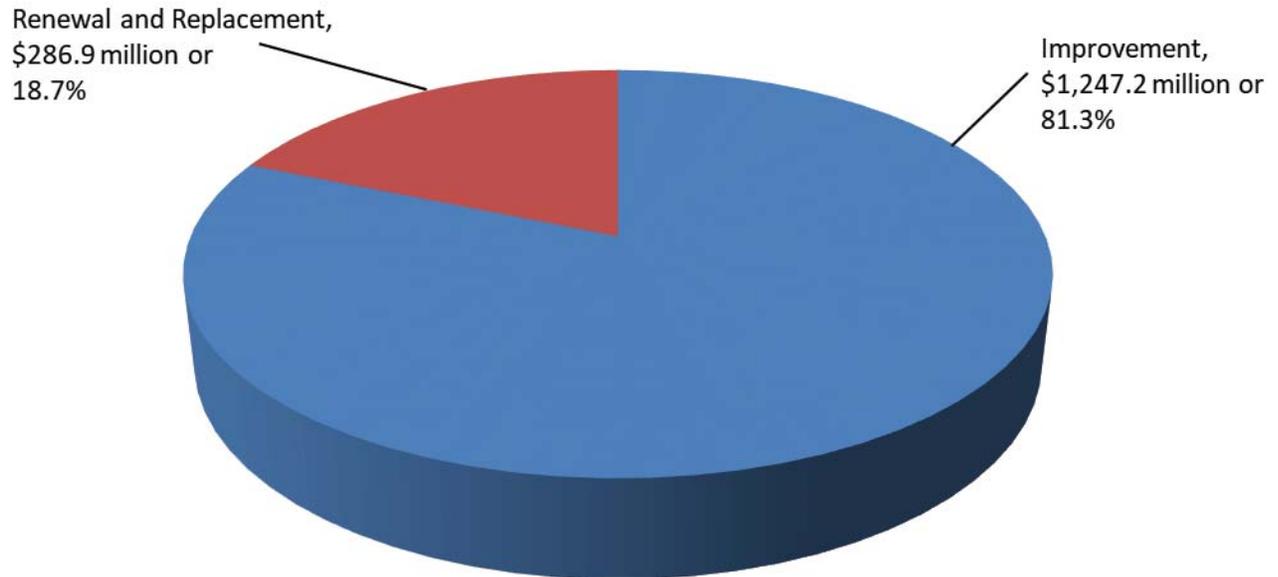


EXHIBIT 12

Capital Program costs are funded through allocations of current revenue, monies on deposit in the Renewal and Replacement account and the Improvement Account and proceeds from the sale of the bonds.

MAINTENANCE AND OPERATIONS ACCOUNTS

For fiscal year 2021, Salaries and Wages increased by \$3.7 million, the increase is due to additional staffed positions and salary and wage adjustments.

Retirement cost increased by \$2.6 million due to an increase in the State Employees Retirement System (SERS) pension contribution rate from 54.36 percent to 54.596 percent as well as increased staff and salary and wage adjustments. SERS has approved an upward adjustment to the employer contribution which would increase required contributions if approved by the State Actuary.

Outside Services increased by \$1.9 million, this increase was due to an increase in image reviews and IPASS communications. This also includes funding for the Customer Service Call Center to cover call rates and call minutes.

Employee Group Insurance decreased by \$3 million based on projected employee enrollment, insurance premiums and lower cost for administration fees. This account includes group medical, dental, optical and life, as well as retiree health and life insurance.

Office/Equipment-Maintenance increased by \$501 thousand is due to new and renewed support and software maintenance.

Credit Card Fees and Bank Charges decreased by \$2.9 million to accommodate merchant card fees associated with estimated revenue.

Consulting Services increased by \$1.7 million, system support will be performed by System Development Integration (SDI) consultant and support continued electronic tolling programmatic evolutions.

Workers' Compensation Insurance decreased by \$1.1 million, to adjust the reserve fund for trends identified in the latest actuarial study.

Operational Materials and Fuels and Oils decreased by \$3.6 million due to better pricing for salt and fuel.

Property Insurance increased by \$645 thousand, this is due to insurance market volatility from increase losses, reduced capacity by the vendors and the pandemic.

Telephone decreased by \$565 million due to new phone initiatives directing customers towards self-service as well as customer service representative call efficiencies reducing call minutes.

**FY 2021 Maintenance and Operations Budget
By Major Account**

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Budget Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$106,715,115	\$109,182,338	\$112,868,617	\$3,686,279	
FICA and Retirement	63,010,890	66,377,020	68,984,175	2,607,154	
Payroll Sub-Total	\$169,726,005	\$175,559,359	\$181,852,792	\$6,293,433	3.6%
Outside Services	40,030,194	44,491,441	46,344,660	1,853,219	
Employee Group Insurance	31,522,269	35,800,000	32,800,000	(3,000,000)	
Office Equipment-Maintenance	23,868,182	31,942,136	32,443,492	501,356	
Bank Charges	31,407,868	33,050,000	30,200,000	(2,850,000)	
Consulting Services	10,958,008	15,680,332	17,382,020	1,701,688	
Worker's Compensation Insurance	8,099,534	7,979,000	6,846,000	(1,133,000)	
Contracted Maintenance Service	4,549,560	5,832,600	5,714,900	(117,700)	
Utilities	4,920,071	5,100,500	5,100,450	(50)	
Materials - Operational	7,746,522	7,833,394	4,585,977	(3,247,418)	
Property Insurance	2,612,243	3,607,790	4,253,270	645,480	
Telephone	3,516,539	3,557,977	2,992,780	(565,197)	
Replacement Parts	5,883,674	3,191,151	2,957,682	(233,468)	
Fuels and Oils	3,191,121	3,200,900	2,800,820	(400,080)	
Supplies - Operational	1,086,352	1,444,175	1,571,780	127,605	
Supplies - Office	719,494	632,550	591,100	(41,450)	
Employee Training	156,493	454,860	489,320	34,460	
Office Equipment Rentals	409,799	429,364	451,124	21,760	
Dues, Books & Subscriptions	286,331	521,075	430,955	(90,120)	
Police Capital Equipment	299,191	400,000	400,000	-	
Uniforms & Accessories	503,050	533,760	316,190	(217,570)	
Travel	145,228	223,925	212,975	(10,950)	
Other Expenses	125,322	253,000	189,480	(63,520)	
Tools & Equipment	79,586	176,742	181,183	4,441	
Postage and Express	54,110	128,600	128,705	105	
Employment Medical Expense	122,409	75,000	120,000	45,000	
Advertising & Promotion	25,906	84,028	111,628	27,600	
Printing & Publications	58,197	67,425	52,515	(14,910)	
Bond Trustee	39,441	50,000	50,000	-	
Office Equipment	2,100	53,400	47,150	(6,250)	
Building Equipment	5,850	37,282	34,954	(2,328)	
Roadway Equipment	-	54,269	26,642	(27,627)	
Diversity Programs & Outreach	3,207	10,500	20,000	9,500	
Other Capital Equipment	-	96,000	9,900	(86,100)	

**FY 2021 Maintenance and Operations Budget
By Major Account (continued)**

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Budget Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Other Operating Sub-Total	\$182,427,849	\$206,993,177	\$199,857,651	(\$7,135,526)	(3.4%)
Recovery of Expenses	(1,947,239)	(2,305,000)	(2,194,000)	111,000	
AUTHORITY TOTAL	\$350,206,615	\$380,247,536	\$379,516,443	(\$731,093)	(0.2%)

EXHIBIT 13

**FY 2021 Maintenance and Operations Budget
By Department
(\$ thousands)**

Department	2019 Actual Expenditures	2020 Budget	2021 Budget Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Administration	\$4,619	\$4,029	\$5,474	\$1,445	35.9%
Business Systems	19,509	24,180	24,033	(147)	(0.6%)
Communications	1,502	1,627	1,571	(56)	(3.4%)
Diversity and Strategic Development	4,641	5,825	6,355	530	9.1%
Engineering	66,985	65,123	64,477	(645)	(1.0%)
Executive Office and Directors	2,128	2,634	3,875	1,242	47.2%
Facilities & Fleet	33,761	37,486	38,669	1,183	3.2%
Finance	77,733	86,293	81,195	(5,098)	(5.9%)
Illinois State Police	34,897	34,790	35,641	851	2.4%
Information Technology	13,032	23,567	26,827	3,260	13.8%
Internal Audit	663	1,048	1,168	120	11.5%
Legal	1,595	1,926	1,991	66	3.4%
Office of the Inspector General	834	1,156	1,144	(12)	(1.1%)
Planning	3,282	4,101	3,967	(133)	(3.3%)
Procurement	5,060	3,318	3,201	(117)	(3.5%)
Toll Operations	79,967	83,144	79,927	(3,217)	(3.9%)
Authority Total	\$350,207	\$380,248	\$379,516	(\$731)	(0.2%)

Totals may not add due to rounding.

EXHIBIT 14

**FY 2021 Maintenance and Operations Budget
By Category
(\$ thousands)**

Category	2019 Actual Expenditures	2020 Budget	2021 Budget Request	\$ Change from 2020 Budget	% Change from 2021 Budget
Salary and Wages	\$106,715	\$109,182	\$112,869	\$3,686	
FICA and Retirement	63,011	66,377	68,984	2,607	
Group Insurance	31,522	35,800	32,800	(3,000)	
All Other Insurance	10,712	11,587	11,099	(488)	
Credit Card Fees and Bank Charges	31,408	33,050	30,200	(2,850)	
All Other Contractual Services	55,784	66,281	69,776	3,495	
Equipment/ Office Rental/ Maintenance	24,278	32,372	32,895	523	
Parts and Fuels	9,154	6,569	5,940	(629)	
Utilities	8,437	8,658	8,093	(565)	
Operational Materials and Supplies	10,042	10,943	7,606	(3,337)	
Other Miscellaneous Expenses	1,091	1,734	1,449	(284)	
Recovery of Expenses	(1,947)	(2,305)	(2,194)	111	
Total M and O Expenditures	\$350,207	\$380,248	\$379,516	(\$731)	(0.2%)

Totals may not add due to rounding.

EXHIBIT 15

FY 2021 Requested Headcount

Department	2018 Budget	2019 Budget	2020 Budget	2021 Request	Change From 2020 Budget
Administration	32	30	30	41	11
Business Systems	11	11	16	14	(2)
Communications	11	11	11	10	(1)
Diversity and Strategic Development	8	8	8	11	3
Engineering	494	510	507	483	(24)
Executive Office and Directors	12	12	12	17	5
Facilities and Fleet	226	233	240	238	(2)
Finance	59	65	68	75	7
Information Technology	30	29	31	44	13
Inspector General	6	8	8	8	-
Internal Audit	5	5	6	8	2
Legal	11	11	11	10	(1)
Planning	31	31	31	31	-
Procurement	31	34	39	53	14
State Police	16	16	16	16	-
Toll Operations	515	454	428	375	(53)
Total Headcount	1,498	1,468	1,462	1,434	(28)

EXHIBIT 16

HEADCOUNT SUMMARY

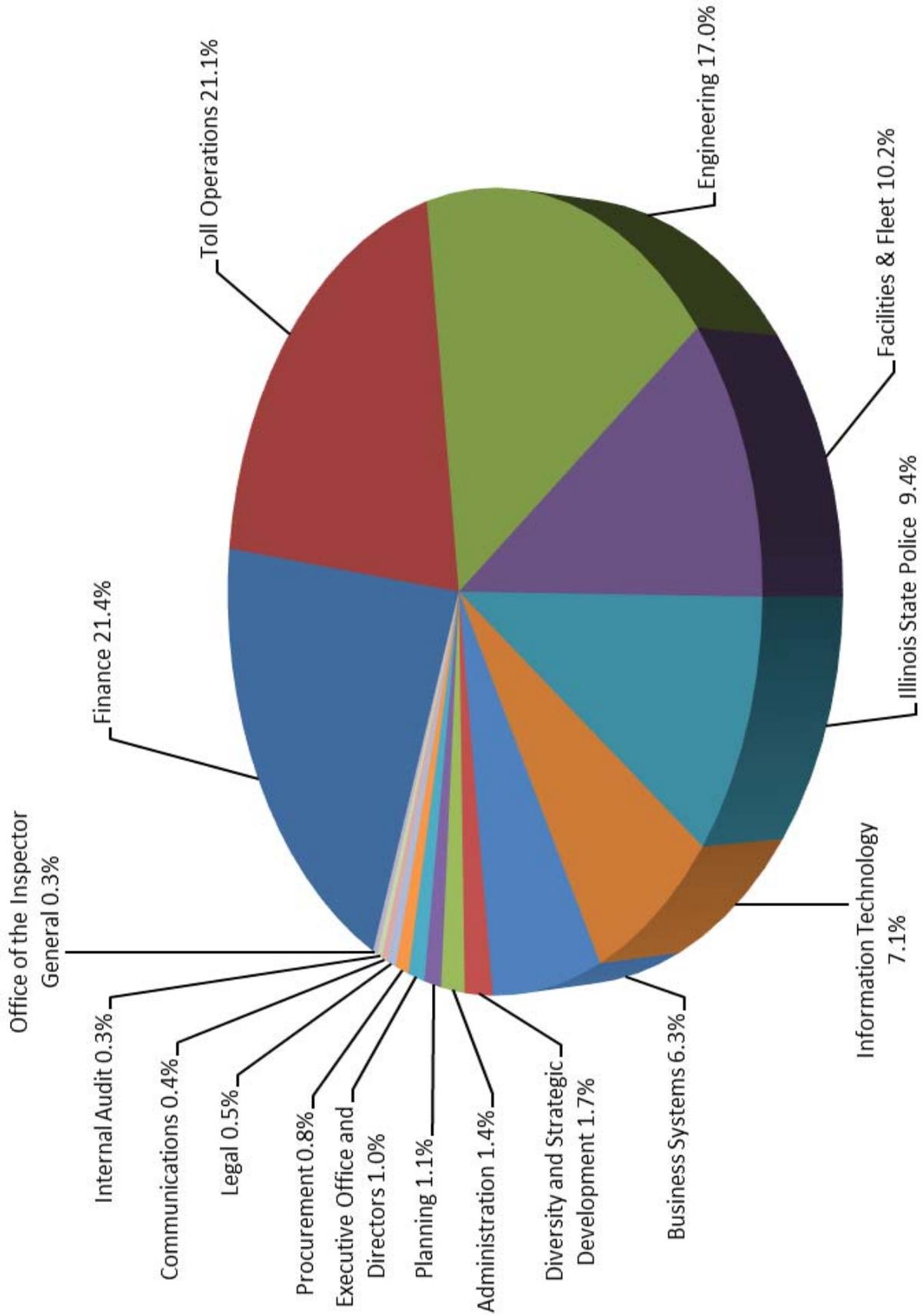
In order to support the Tollway's goal to service customers, businesses and communities, as well as, operate an efficient system of roadways, the Tollway continues to review headcount, positions, titles and functions for each department. For the 2021 Budget, the Tollway added a total of 55 positions in the following departments; Administration, Diversity and Strategic Development, Executive Office and Directors, Finance, Information Technology, Internal Audit and Procurement. The Tollway was able to identify 83 vacant positions to eliminate while continuing to maintain efficiencies in operations. The headcount for the 2021 Budget will have a net decrease of 28 positions.

CHANGES TO ORGANIZATIONAL STRUCTURE

There are some realignments in Tollway's organizational structure to better align personnel with functions that have been implemented recently. The historical data shown in the 2021 Budget Book has been restated to reflect the current departmental structure. The major changes are:

- **Facilities and Fleet** department has been established to centralize all facilities and fleet operations that will be managed by personnel in this department.
- The **Strategy and Implementation** area leads strategic initiatives that establish best practices in governance for the Tollway.
- The **Toll Operations** department is now managing the Customer Service Center and related functions that previously used to be in the Business Systems department.
- As part of the "IT consolidation project", all the systems used at Tollway are now managed by the **Information Technology** department.

**FY 2021 Maintenance and Operations Budget
Percentage of Total Budget by Department**



PAGE INTENTIONALLY LEFT BLANK

OVERVIEW OF TOLLWAY STRATEGIC PLAN

MISSION STATEMENT

The Illinois Tollway is dedicated to providing and promoting a safe and efficient system of highways while ensuring the highest possible level of customer service.

STRATEGIC OUTCOMES

With this mission statement in mind, the Illinois Tollway is guided by the “Budgeting for Results” strategic outcomes that are outlined by the Governor’s Office of Management and Budget:

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

These strategic outcomes represent the Tollway’s long-range goals and objectives which have been clearly defined and given high priority by management. These strategic outcomes are generally considered multi-year programs.

PERFORMANCE METRICS

The strategic outcomes are in turn, aligned with the following performance metrics:

1. I-PASS rush-hour transactions percentage
2. I-PASS all-hours transactions percentage
3. Travel-time index congestion measure
4. Incident response time
5. Incident clearance time
6. Construction Program budget to committed contract variance
7. Pavement rating
8. Frontline staff percentage
9. Total transactions per full-time employee
10. I-PASS Call Center responsiveness

These performance metrics are reported to Tollway management, as well as the Governor’s Office to ensure that the Tollway’s mission statement and corresponding strategic outcomes are kept on track at all times throughout the organization.

INTERNAL TOLLWAY TARGETS

Internal targets are established by Tollway personnel involved in the strategic planning process. In some cases, the bar is raised when actual measurements approach a pre-determined target.

EXTERNAL BENCHMARKS

External benchmarks are established by consultants who match the Tollway’s performance metrics with those of similar roadway systems throughout the U.S.



DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND OBJECTIVES

Included in the Departmental Budgets and Narratives section are the 2020 Accomplishments as well as the 2021 Goals and Objectives for each department. These are aligned to the Tollway's strategic outcomes which are generally long-term in nature, while others pertain to internal departmental goals and objectives which are generally short-term in nature and sometimes not quantifiable. Regarding internal departmental goals and objectives, accountability enters into play when one sees how many goals and objectives were actually accomplished from one year to the next.

Overview of Tollway Operating Metrics

Mission Statement:

The Illinois Tollway is dedicated to providing and promoting a safe and efficient system of toll supported highways while ensuring the highest possible level of customer service.

Strategic Priorities:

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

Performance Metric #	Aligned with Strategic Priority #	Performance Metric	Performance Metric Purpose	2020 YTD (Jan-Sep)	Internal Tollway Target	External Benchmark
1	2, 4	I-PASS Rush Hour Transactions Percentage	Measures the number of drivers who use electronic toll collection (i.e., I-PASS) during the Rush Hour period. The use of I-PASS reduces traffic congestion at the toll plazas.	90.8%	92.0%	85.5% - Florida Turnpike Mainline Southern Facilities FY 2014*
2	2, 4	I-PASS All Hours Transactions Percentage	Measures the number of drivers who use electronic toll collection (i.e., I-PASS) during all hours of the day. The use of I-PASS reduces traffic congestion at the toll plazas.	89.2%	90.0%	81.4% - Florida Turnpike FY 2014**
3	2, 3, 4	Travel Time Index Congestion Measure	Measures the amount of system wide traffic congestion. It is the ratio between the Average Travel Time and the Free Flow Travel Time (60 mph). Values greater than 1.00 reflect congestion.	AM Peak = 0.88 PM Peak = 0.90 Total Day = 0.88	AM = 1.00 PM = 1.00 TD = 1.00	AM = 1.25 Atlanta PM = 1.35 Atlanta TD = Not Available***
4	2	Incident Response Time	Measures the Tollway's ability to identify congestion creating traffic incidents and ensure units arrive promptly to the scene.	Personal Injury Response Time = 05:31 min Fatality Response Time = 04:22 min Property Damage Response Time = 09:34 min	PIR = 5:00 min FR = 5:00 min PDR = 9:00 min	PIR = Not Available FR = 28:00 min PDR = Not Available Washington State

Sources:

- * Estimated from http://www.floridastumpike.com/downloads/TEAR/2014/06_SunPass202014.pdf (p. 37)
- ** http://www.floridastumpike.com/downloads/TEAR/2014/06_SunPass202014.pdf (p. 1)
- *** 2011 Transportation Metropolitan Atlanta Report - Georgia Regional Transportation Authority http://www.grta.org/tip/2011_Transportation_MAP_Report.pdf

Overview of Tollway Operating Metrics (continued)

Mission Statement:

The Illinois Tollway is dedicated to providing and promoting a safe and efficient system of toll supported highways while ensuring the highest possible level of customer service.

Strategic Priorities:

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

Performance Metric #	Aligned with Strategic Priority #	Performance Metric	Performance Metric Purpose	2020 YTD (Jan-Sept)	Internal Tollway Target	External Benchmark
5	2	Incident Clearance Time	Measures the Tollway's ability to remedy congestion creating traffic incidents.	Personal Injury Clearance Time = 42:21 min Fatality Clearance Time = 1:52hr Property Damage Clearance Time = 20:24 min	PIC = 28:00 min FC = 2:45:00 hrs PDC = 12:00 min	PIC = 2:50 hr FC = 4:06 hr PDC = Not Available Washington State
6	1, 2, 3	Const. Program Budget to Committed Contract Variance	Measures the Tollway's ability to manage its construction program to budget.	-11.6%	0%	Not Available
7	2	Pavement Rating*	Measures the condition of the Tollway's roads.	Excellent = 68% Good = 19% Transitional = 4% Fair = 3% Poor = 0% Not Avail. (under const) = 6%*	Excellent=70% Good=25% Transitional=5% Fair=0% Poor=0% NA=0%	Excellent=25% Good=59% Transitional=0% Fair=10% Poor=6% NA=0% Oregon DOT
8	1, 2, 3, 4	Frontline Staff Percentage	Measures the percentage of frontline employees to total employees.	75%	75%	Not Available
9	2, 3	Total Transactions per FTE	Measures the efficiency of service delivery.	2263	1902	598 - Oklahoma
10	2	I-PASS Call Center Responsiveness	Measures the responsiveness of the I-PASS Call Center to customer calls.	1) Average time to answer = 2:44 min 2) Average talk Time = 9:38 min	1) Average time to answer = 1:30 min 2) Average talk Time = N/A	Not Available

* Pavement Management System for the Illinois Tollway - 2020 System Update Report (ARA) - October 2020, DRAFT

Performance Measurements - Historical Trends

Mission Statement:

The Illinois Tollway is dedicated to providing and promoting a safe and efficient system of toll supported highways while ensuring the highest possible level of customer service.

Strategic Priorities:

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

Performance Metric #	Aligned with Strategic Priority #	Performance Metric	2016	2017	2018	2019	2020 YTD (Jan-Sept)*
1	2, 4	I-PASS Rush Hour Transactions Percentage	90.5%	90.9%	93.0%	93.0%	90.8%
2	2, 4	I-PASS All Hours Transactions Percentage	87.0%	87.8%	90.2%	90.7%	89.2%
3	2, 3, 4	Travel Time Index Congestion Measure	AM Peak = 1.03 PM Peak = 1.12 Total Day = 1.01	AM Peak = 0.99 PM Peak = 1.05 Total Day = 0.97	AM Peak = 1.02 PM Peak = 1.07 Total Day = 0.98	AM Peak = 1.00 PM Peak = 1.05 Total Day = 0.97	AM Peak = 0.88 PM Peak = 0.90 Total Day = 0.88
4	2	Incident Response Time	Personal Injury Response Time PIR = 06:27 min Fatality Response Time 04:15 min Property Damage Response Time PDR = 11:54 min	PIR = 06:51 min FR = 04:09 min PDR = 11:55 min	PIR = 07:53 min FR = 04:36 min PDR = 11:49 min	PIR = 06:42 min FR = 02:15 min PDR = 11:05 min	PIR = 05:31 min FR = 04:22 min PDR = 09:34 min
5	2	Incident Clearance Time	Personal Injury Clearance Time PIC = 29:45 min Fatality Clearance Time 02:43:12 hrs Property Damage Clearance Time PDC = 16:21 min	PIC = 36:19 min FC = 01:03:38 hrs PDC = 19:19 min	PIC = 34:48 min FC = 01:16:18 hrs PDC = 25:21 min	PIC = 34:32 min FC = 47:47 min PDC = 19:07 min	PIC = 42:21 min FC = 1:52:50 hr PDC = 20:24 min

* Travel time indices for 2016, 2017, 2018, 2019 and 2020 were calculated using travel time data from INRIX. Previous years used I-PASS transaction data.

Performance Measurements - Historical Trends (continued)

Mission Statement:

The Illinois Tollway is dedicated to providing and promoting a safe and efficient system of toll supported highways while ensuring the highest possible level of customer service.

Strategic Priorities:

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

Performance Metric #	Aligned with Strategic Priority #	Performance Metric	2016	2017	2018	2019	2020 YTD (Jan-Sept)
6	1, 2, 3	Const. Program Budget to Committed Contract Variance	-19.1%	-10.9%	-10.2%	-4.9%	-11.6%
7	2	Pavement Rating*	Excellent = 52% Good = 25% Transitional = 7% Fair = 3% Poor = 0% Not Avail. (under const) = 13%	Excellent = 61% Good = 28% Transitional = 7% Fair = 2% Poor = 0% Not Avail. (under const) = 2%	Excellent = 56% Good = 19% Transitional = 7% Fair = 2% Poor = 0% Not Avail. (under const) = 16%	Excellent = 71% Good = 16% Transitional = 6% Fair = 2% Poor = 0% Not Avail. (under const) = 5%	Excellent = 68% Good = 19% Transitional = 4% Fair = 3% Poor = 0% Not Avail. (under const) = 6%
8	1, 2, 3, 4	Frontline Staff Percentage	74%	74%	73%	75%	75%
9	2, 3	Total Transactions per FTE	1766	1926	2027	2211	2263
10	2	I-PASS Call Center Responsiveness	1) Average time to answer = .59sec 2) Average talk time = 7.00 min	1) Average time to answer = 3.08 min 2) Average talk time = 9.05 min	1) Average time to answer = 1:14 min 2) Average talk time = 8:49 min	1) Average time to answer = .56sec 2) Average talk time = 8:39 min	1) Average time to answer = 2:44 min 2) Average talk time = 9:38 min

* Pavement Management System for the Illinois Tollway - 2020 System Update Report (ARA) - October 2020, DRAFT

DEPARTMENT FUNCTIONS OVERVIEW

	2021 Budget Requested
ADMINISTRATION	\$5,473,982
Responsible for the development and implementation of administrative policies and procedures and employee compliance.	
BUSINESS SYSTEMS	\$24,033,004
Responsible for the operation and maintenance of the electronic tolling system hardware and software and collection of toll revenue from toll violators.	
COMMUNICATIONS	\$1,571,104
Responsible for all external and internal communications between the Tollway and its constituents.	
DIVERSITY AND STRATEGIC DEVELOPMENT	\$6,355,368
Responsible for promoting, developing and implementing a comprehensive diversity program.	
ENGINEERING	\$64,477,353
Responsible for the program management, construction, and maintenance of the roadways.	
EXECUTIVE OFFICE AND DIRECTORS	\$3,875,475
Sets policies for the organization and overall management of the Tollway.	
FACILITIES AND FLEET	\$38,669,070
The Facilities and Fleet Department is responsible for maintenance and repairs at 186 Tollway Facilities and the service and repair of approximately 1700 vehicles and operating equipment.	
FINANCE	\$81,194,720
Responsible for financial reporting, accounting, budgeting, accounts payable, payroll, risk management, fiscal operations, revenue toll audit and bond issuances.	
ILLINOIS STATE POLICE DISTRICT 15	\$35,641,241
Responsible for providing comprehensive law enforcement services.	
INFORMATION TECHNOLOGY	\$26,827,033
Responsible for planning, directing, managing and controlling all information technologies and telecommunications throughout the Tollway.	



	2021 Budget Requested
<p>INTERNAL AUDIT</p> <p>Responsible for recommending improvements and changes that increase the economy, efficiency and effectiveness of Tollway projects and processes.</p>	\$1,168,165
<p>LEGAL</p> <p>Legal advisor and attorney for the Tollway.</p>	\$1,991,434
<p>OFFICE OF INSPECTOR GENERAL</p> <p>Responsible for investigating instances of waste, inefficiencies, fraud, corruption, misconduct and mismanagement of the day-to-day operations of the Tollway.</p>	\$1,143,658
<p>PLANNING</p> <p>Responsible for strategic programming and planning, intergovernmental agreements, environmental and landscaping, legislation and policy, community relations, property management, geographic information system (GIS) and geometrics.</p>	\$3,967,154
<p>PROCUREMENT</p> <p>Responsible for all purchasing and procurement issues and authorized to execute contracts and place orders for goods and services.</p>	\$3,200,942
<p>TOLL OPERATIONS</p> <p>Responsible for providing the necessary resources and services to maintain the Tollway’s operations, as well as managing the collection and counting of tolls.</p>	\$79,926,740

EXHIBIT 20

ADMINISTRATION

SUMMARY

The Administration Department develops and administers policies, procedures, and programs that create and shape an equitable and inclusive culture by recruiting and retaining high performing talent, fostering employee engagement and development and creating a positive and productive work experience that drives organizational diversity, excellence and innovation.



EXHIBIT 21



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$1,462,069	\$1,727,316	\$2,743,046	\$1,015,730	
FICA and Retirement	890,911	1,071,479	1,707,436	635,958	
Payroll Sub-Total	\$2,352,980	\$2,798,795	\$4,450,482	\$1,651,687	59.0%
Telephone	1,026,297	501,000	500,000	(1,000)	
Employment Medical Expenses	122,409	75,000	120,000	45,000	
Outside Services	916,105	450,000	100,000	(350,000)	
Postage and Express	5,570	47,350	60,000	12,650	
Employee Training	44,950	35,000	50,000	15,000	
Office Equipment - Maintenance	18,699	45,500	50,000	4,500	
Supplies - Office	103,087	35,250	50,000	14,750	
Advertising and Promotion	-	2,000	30,000	28,000	
Office Equipment Rentals	26,582	15,000	20,000	5,000	
Diversity Programs and Outreach	-	5,500	10,000	4,500	
Dues, Books & Subscriptions	1,484	5,000	10,000	5,000	
Other Expenses	1,062	10,000	10,000	-	
Travel	269	1,650	7,500	5,850	
Uniforms and Accessories	-	500	2,500	2,000	
Office Equipment	-	1,000	2,500	1,500	
Supplies - Operational	-	-	1,000	1,000	
Other Operating Sub-Total	\$2,266,514	\$1,229,750	\$1,023,500	(\$206,250)	(16.8%)
Recovery of Expenses	(770)	-	-	-	
DEPARTMENT TOTAL	\$4,618,724	\$4,028,545	\$5,473,982	\$1,445,437	35.9%

EXHIBIT 22

The Fiscal Year 2021 Budget Request is \$5.5 million, an increase of \$1.4 million or 35.9 percent above the Fiscal Year 2020 Budget amount. Total payroll is \$4.5 million and includes 41 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages increased by \$1 million compared to the 2020 Budget. This increase reflects additional positions and the 2021 salary and wage adjustments.
- FICA and Retirement increased by \$636 thousand compared to the 2020 Budget due to additional positions added and an increase in the average SERS Pension Contribution Rate from 54.36 percent to 54.596 percent.
- As part of “IT Consolidation project”, the systems needs will be managed in the Information Technology department and as a result of that the Outside Services budget has decreased by \$350 thousand.
- All other expenses had minimal increases to align with historical spending.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS

Outcomes	Administration - 2020 Accomplishments
1,2,4	Restructured the Administration Department to ensure the proper delivery of HR programs and services.
1,2,3,4	Reduced the lengthy hiring process from vacancy or needs identification to onboarding in 60 days or less.
1,3,4	Initiated an organizational wide review of pay equity, performance, staffing plans, and succession planning.
2,3,4	Increased the number of Rutan-certified interviewers within departments.

EXHIBIT 23-1

2021 GOALS AND OUTCOMES

Outcomes	Administration - 2021 Goals/Objectives
1,2,4	Implement technology solutions to improve the candidate and employee experience and reduce manual-based processes for recruitment, staffing and onboarding.
1,2,3,4	Create and develop trainings including new employee orientation, new manager development, and reducing bias in the hiring process.
1,2,3,4	Develop mechanisms for capturing the voice of our employees and utilizing feedback to encourage employee engagement, develop trainings, and recommend process or program improvements.
1,4	Conduct an organizational wide review of salaries to ensure equity.
3,4	Enhance existing performance management processes to prioritize learning, growth and productivity.
3	Enhance wellness and work-life programs, services and activities that improve employee health and well-being and promote a healthy lifestyle and work environment.

EXHIBIT 23-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Administration Manager	1	1	1
Administration Secretary I	1	0	0
Administration Secretary III	0	1	0
Business Analyst	0	0	1
Central Information Database Specialist	1	1	0
Chief of Administration Officer	1	1	1
Chief of HR	0	0	1
CIS Coordinator	1	1	1
Customer Relations Coordinator	1	1	1
Documents and Records Control Specialist	0	0	1
Employee Benefits Assistant	0	0	1
Employee Benefits Clerk	1	1	0
Employee Benefits Coordinator	0	0	1
Employee Benefits Manager	1	1	1
Employee Benefits Specialist	2	2	2
Employee Engagement Specialist	0	0	1
Employee Engagement Manager	0	0	1
Employee Services Coordinator	4	3	0
Employee Services Manager	1	1	0
Employee Services Supervisor	1	1	1
ERM Senior Manager	0	1	0
Executive Secretary	1	1	1
Human Resources Placement Specialist	3	3	0
H.R. Business Partner	0	0	1
H.R. Policy and Research Analyst	0	0	1
Instructional Trainer	0	1	1
Labor Relations Analyst	1	1	0
Mail and Duplication Clerk	2	2	2
Management Trainee	1	0	0
Professional Learning Manager	0	0	1
Professional Learning Specialist	0	0	1
Project Manager	0	0	4
Records and Information Management Specialist	0	0	1
Recruitment Manger	0	0	1
Senior Manager of Employee Services	1	1	3
Senior Employee Service Specialist	0	0	1
Senior Manager of Security	1	1	0
Switchboard Operator	4	4	5

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Talent Acquisition Specialist	0	0	3
TOTAL	30	30	41

EXHIBIT 24

PAGE INTENTIONALLY LEFT BLANK

BUSINESS SYSTEMS

SUMMARY

The Department of Business Systems is responsible for the operation, maintenance and improvement of electronic tolling roadside technologies and software applications. The department focuses on tolling innovation and business intelligence with the goals of improving customer experience, increasing revenue and enhancing operating efficiencies.

Areas of responsibility include collecting of toll revenues, I-PASS customer account management, e-commerce solutions and invoicing services for non-I-PASS customers. The department researches, procures, tests, implements and monitors the performance of systems supporting electronic tolling services and develops strategy to support the agency’s tolling business model.

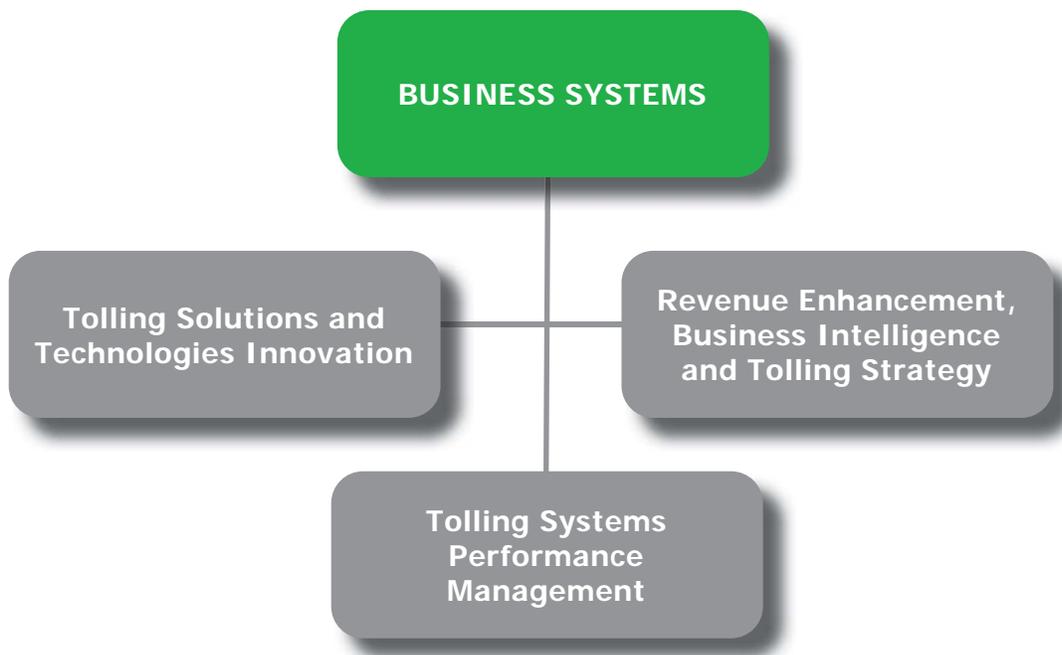


EXHIBIT 25



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$1,446,747	\$1,526,745	\$1,406,926	(\$119,819)	
FICA and Retirement	875,617	946,750	875,755	(70,995)	
Payroll Sub-Total	\$2,322,364	\$2,473,495	\$2,282,681	(\$190,814)	(7.7%)
Office Equipment - Maintenance	17,727,774	21,324,710	20,158,189	(1,166,521)	
Outside Services	-	704,200	1,396,553	692,353	
Consulting Services	-	-	500,000	500,000	
Dues, Books and Subscriptions	79,659	325,000	200,000	(125,000)	
Telephone	-	-	47,580	47,580	
Employee Training	598	32,200	16,500	(15,700)	
Contracted Maintenance Service	-	-	12,000	12,000	
Travel	5,423	16,000	11,500	(4,500)	
Supplies - Office	-	2,000	5,000	3,000	
Other Expenses	-	1,000	1,000	-	
Other Capital Equipment	-	1,000	1,000	-	
Materials - Operational	-	500	500	-	
Postage and Express	200	200	500	300	
Supplies - Operational	-	100	-	(100)	
Other Operating Sub-Total	\$17,813,654	\$22,406,910	\$22,350,323	(\$56,588)	(0.3%)
Recovery of Expenses	(627,158)	(700,000)	(600,000)	100,000	
DEPARTMENT TOTAL	\$19,508,860	\$24,180,405	\$24,033,004	(\$147,402)	(0.6%)

EXHIBIT 26

The Fiscal year 2021 Budget request is \$24 million, a decrease of \$147 thousand, or 0.6 percent below the Fiscal year 2020 Budget amount. Total payroll is \$2.3 million and includes 14 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salary and wages decreased by \$120 thousand compared to the 2020 Budget. This decrease reflects the reduction of positions.
- FICA and Retirement decreased by \$71 thousand compared to the 2020 Budget due to reduced headcount offset by an increase in the average SERS Pension Contribution Rate from 54.36 percent to 54.596 percent.
- Maintenance costs decreased by \$1.1 million for changes in scope for maintenance servicing and new ETC host contract cost savings.
- Outside Services – Increased by \$692 thousand for out of state registration retrieval based on increased traffic forecast in 2021.
- Consulting Services - \$500 thousand increased for additional support needed to continue electronic tolling programmatic evolutions.
- Dues, books and subscriptions – Decrease by \$125 thousand for annual IAG membership and special assessment.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS

Outcomes	Business Systems - 2020 Accomplishments
3	Implemented a new customer-friendly and equitable invoicing method to collect on unpaid tolls and improve revenue collections.
3	Implemented a violation relief program to improve revenue collection efforts on delinquent debts.
3	Introduced a new payment channel, "Pay By Plate" to offer non-I-PASS users a convenient way to pay for tolls. Collaborated with internal stakeholders to properly message Tollway strategic efforts across web and media channels.
2,4	Converted systemwide toll collection to cashless/contactless tolling to promote customer and employee safety during the COVID-19 pandemic.
1,2,4	Upgraded lane technology to multi-protocol design which will enable environmentally efficient and less costly transponders. This technology will be used to expand electronic tolling to national tolling customers.
2,3	Delivered a new asset management system to improve predictive toll technology maintenance, thus reducing overall maintenance costs and improving customer experience.
3	Implemented credit card mandates to remain compliant with industry practices.
2,3	Added improvements to operations and messaging to deliver greater e-commerce and self-service options and usage for customer service.
1	Transitioned customer service contracts to the Toll Operations department to support agency reorganization, employee retention and future insourcing customer service solutions.
1	Hired five new project managers to support the development of tolling innovation and business strategy efforts to generate and optimize revenue.

EXHIBIT 27-1

2021 GOALS AND OUTCOMES

Outcomes	Business Systems - 2021 Goals/Objectives
1,2	Identify new customer account management and payment solutions and develop a request for proposal to procure the new back-office system.
2,3	Continue to integrate new technologies, vendors and third-party interoperable tolling partners.
1,2	Deliver technologies to improve toll collection efficiency and reduce violations.
2,3	Develop and implement an I-PASS mobile app.
2,3	Implement sticker tag program and customer service solution.

EXHIBIT 27-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Budget Analyst	0	1	1
Chief of Business Systems	1	1	0
Deputy Chief of Business Systems - Ops	1	2	1
Executive Secretary	1	1	1
General Manager of Contract Management	1	1	1
General Manager of Performance Measurement	1	1	0
Operations Project Administrator	1	1	0
Performance Measurement Project Administrator	2	2	1
Project Manager	2	5	6
Senior Manager	0	0	2
Senior Manager of Customer Service - Fleet	1	1	1
TOTAL	11	16	14

EXHIBIT 28

PAGE INTENTIONALLY LEFT BLANK

COMMUNICATIONS

SUMMARY

The Communications Department is responsible for external and internal communications between the Tollway and its constituents including customers, stakeholders, the media, the general public and employees. The department’s focus is to ensure consistent and effective communication across all constituencies and channels. The Communications Department oversees all internal and external communications of the agency.

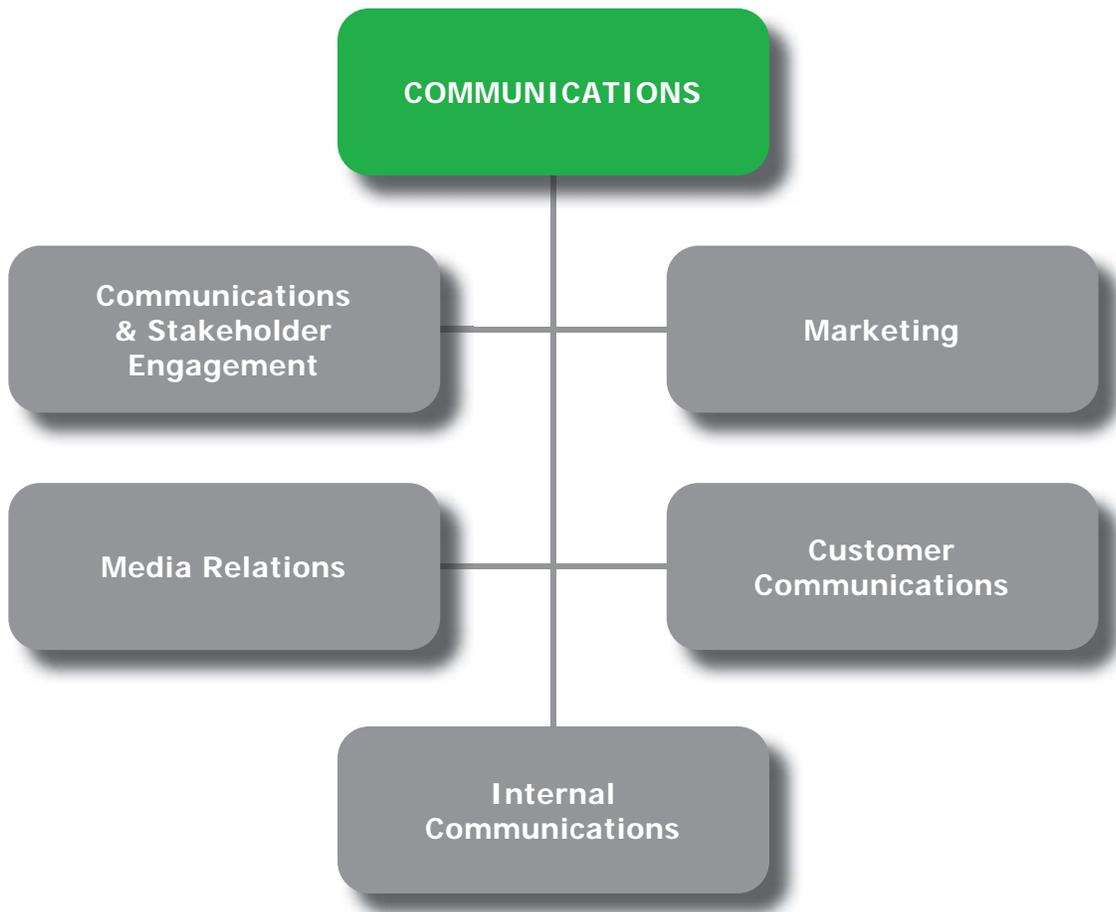


EXHIBIT 29



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$887,252	\$907,615	\$901,288	(\$6,327)	
FICA and Retirement	528,739	562,812	561,016	(1,796)	
Payroll Sub-Total	\$1,415,991	\$1,470,427	\$1,462,304	(\$8,123)	(0.6%)
Advertising and Promotion	8,143	25,000	25,000	-	
Outside Services	43,033	58,000	25,000	(33,000)	
Printing and Publications	27,195	35,000	20,000	(15,000)	
Employee Training	900	5,000	10,000	5,000	
Supplies - Office	866	10,000	5,000	(5,000)	
Postage and Express	3,357	5,000	5,000	-	
Office Equipment	-	5,000	5,000	-	
Other Capital Equipment	-	5,000	5,000	-	
Dues, Books and Subscriptions	268	3,000	3,000	-	
Supplies - Operational	-	2,000	2,000	-	
Telephone	1,193	1,200	1,300	100	
Travel	-	1,000	1,000	-	
Office Equipment - Maintenance	380	1,000	1,000	-	
Other Expenses	726	500	500	-	
Other Operating Sub-Total	\$86,060	\$156,700	\$108,800	(\$47,900)	(30.6%)
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$1,502,051	\$1,627,127	\$1,571,104	(\$56,023)	(3.4%)

EXHIBIT 30

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- The Fiscal Year 2021 Budget Request is \$1.6 million, a decrease of \$56 thousand or 3.4 percent below the Fiscal Year 2020 Budget amount. Total payroll is \$1.5 million and includes 10 positions.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS

Outcomes	Communications - 2020 Accomplishments
2,3	Supported the agency efforts to mitigate the spread of COVID-19 through the swift and sustained implementation of all-electronic tolling, effectively communicating these changes with motorists.
1,2,3	Supported TOLLING 2020 initiatives leveraging all tollway communication channels aimed at improving the Illinois Tollway customer’s experience while driving operational efficiencies.
2,3	Enhanced Tollway messaging capabilities through the refinement and continuous improvement of web-based properties furthering internal and external messaging capabilities.
1,2,3,4	Provided agency-wide communication and public engagement support to employees, stakeholders and agency leadership through the ongoing delivery of editorial, design and media materials in furtherance of the Tollway’s mission to deliver a world-class roadway network.
1,2,3,4	Delivered and facilitated the ongoing stream of public information in print and online regarding every aspect he entirety of the Illinois Tollway operations and delivery of the <i>Move Illinois</i> capital program.
1,2,3,4	Expanded proactive stakeholder engagement opportunities to highlight the Tollway’s accomplishments, environmental commitments, diversity opportunities and overall agency successes.

EXHIBIT 31-1

2021 GOALS AND OUTCOMES

Outcomes	Communications - 2021 Goals/Objectives
1,2,3	Continue improving the delivery of information to customers and stakeholders through the integration of messaging capabilities into the core customer relationship management systems.
1,3	Support the continued improvement of customer service, engagement and payment methods through the ongoing review and refinement of agency communications and service offerings.
1	Refine and improve Communication Department’s agency support capabilities and delivery methods to ensure the consistent delivery of information to all constituencies.

Outcomes	Communications - 2021 Goals/Objectives
1,2,3	Further enhance promotional and brand materials for the Tollway with applications for programs and services, presentations, signage, website, internal and external communications.
1,2,3	Expand communication and marketing opportunities and partnerships to educate and inform customers and stakeholders on the value and benefits of technologies, economic development and infrastructure.

EXHIBIT 31-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Assistant Press Secretary	1	1	0
Chief of Communications	1	1	1
Executive Secretary	1	1	1
Graphic Designer	1	1	1
Manager of Public Affairs	1	1	1
Marketing Communications Manager	1	1	1
Multimedia Projects Specialist	1	1	1
Press Secretary	1	1	1
Senior Manager of Communications	1	1	1
Senior Manager of Communications and Marketing	1	1	1
Senior Manager of Program Development	1	1	1
TOTAL	11	11	10

EXHIBIT 32

PAGE INTENTIONALLY LEFT BLANK

DIVERSITY AND STRATEGIC DEVELOPMENT

SUMMARY

The Diversity and Strategic Development Department is responsible for developing and implementing a comprehensive diversity program on behalf of the Tollway to ensure inclusion and equal opportunity for all. The focus is on increasing access to economic opportunities for disadvantaged, minority- and women-owned enterprise (D/M/WBE) firms, veteran-owned businesses, as well as underemployed individuals. The Tollway remains focused on promoting, assisting and ensuring diverse participation in the *Move Illinois* Program and all aspects of its operations, including contracting, consulting and the supply of goods and services. The department coordinates community relations activities with respect to diversity matters and interaction with community groups, regional planning organizations, industry associations and others. The Diversity and Strategic Development Department seeks to promote a positive and inclusive climate by focusing on promoting, assisting and ensuring participation of a diverse population in all aspects of its operations, especially for construction and engineering contracts and the supply of other goods and services related to the maintenance and operation of the Tollway.

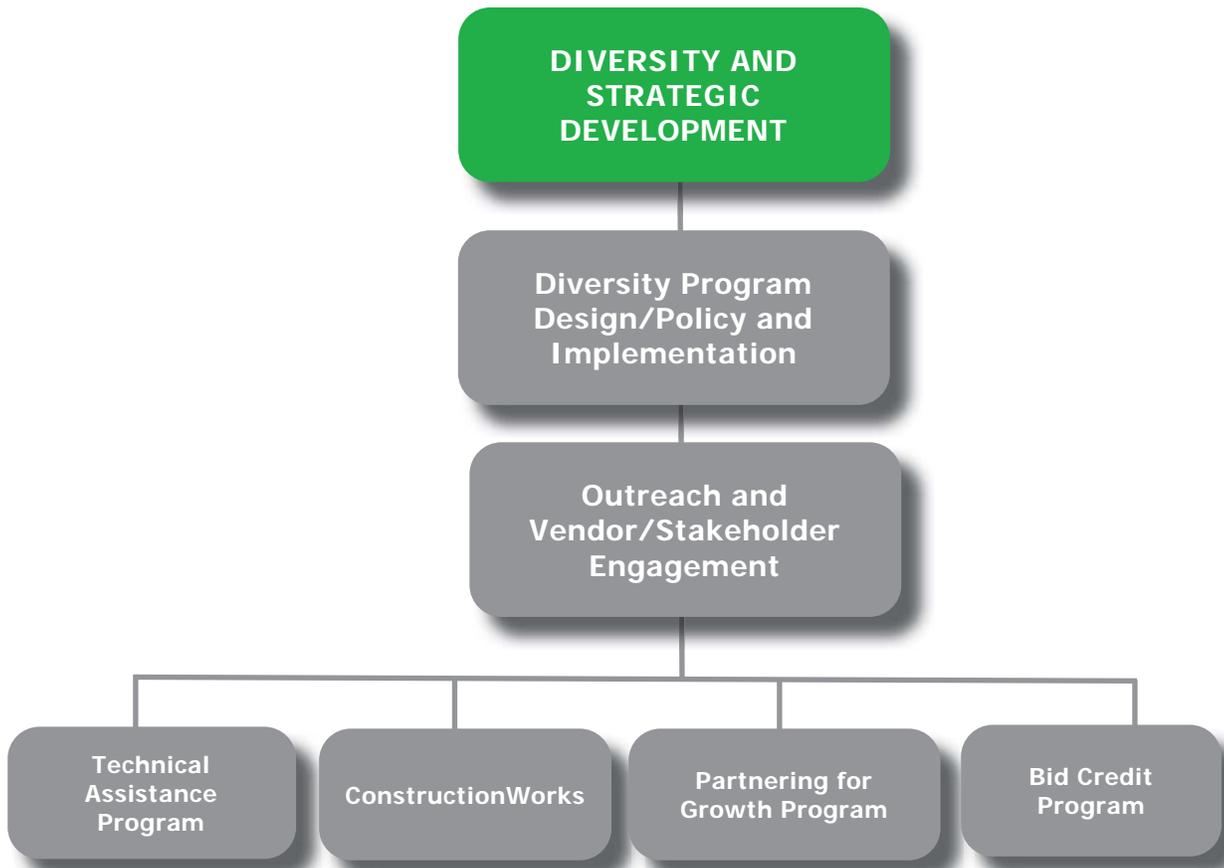


EXHIBIT 33

Diversity and Strategic Development



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$610,989	\$724,442	\$1,045,818	\$321,376	
FICA and Retirement	376,623	449,226	650,980	201,754	
Payroll Sub-Total	\$987,613	\$1,173,668	\$1,696,798	\$523,130	44.6%
Consulting Services	3,609,998	4,576,931	4,557,970	(18,961)	
Advertising and Promotion	17,285	50,000	50,000	-	
Dues, Books and Subscriptions	2,399	1,500	22,500	21,000	
Diversity Programs and Outreach	950	5,000	10,000	5,000	
Travel	5,545	5,000	5,000	-	
Employee Training	4,665	5,000	5,000	-	
Supplies - Office	317	4,000	4,000	-	
Other Expenses	10,786	2,700	2,700	-	
Telephone	875	800	800	-	
Supplies - Operational	-	300	300	-	
Postage and Express	300	300	300	-	
Other Operating Sub-Total	\$3,653,121	\$4,651,531	\$4,658,570	\$7,039	0.2%
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$4,640,734	\$5,825,200	\$6,355,368	\$530,169	9.1%

EXHIBIT 34

The Fiscal Year 2021 Budget Request is \$6.4 million, an increase of \$530 thousand or 9.1 percent above the Fiscal Year 2020 Budget amount. The payroll is \$1.7 million and includes 11 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries increased by \$321 thousand compared to the 2020 Budget. This increase reflects additional positions.
- FICA and Retirement increased by \$202 thousand compared to the 2020 Budget due to additional positions added and an increase in the average SERS Pension Contribution Rate from 54.36 percent to 54.596 percent.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS

Outcomes	Diversity - 2020 Accomplishments
1,3	Developed and advertised Request for Proposals (RFP) to provide Technical Assistance services across the Tollway system. The Tollway intends to make selections and request board approval by the end of 2020.
1,3	Since the start of the pandemic, the Tollway’s Technical Assistance Program providers have helped clients secure more than \$6.7 million in Small Business Administration loans, bank loans, grants and lines of credit to keep their businesses operational.
1,3	A total of 32 ConstructionWorks Program participants were hired by Tollway contractors in 2020. There are currently 418 individuals registered in the program.
1,2,3	As of August 2020, the Tollway was managing 69 active Partnering for Growth Program agreement relationships in Professional Engineering Services with a value of \$69,023,638. Since program inception, the Tollway has managed 164 professional services agreements, and nearly 30 DBE firms have been awarded prime contracts.
1,3	Between January and August 2020, executed a total of 3 new Partnering for Growth Construction Program agreements. Since the launch of the program in 2017, the Tollway has executed 11 active agreements.
1,3	Hosted or attended more than 40 meetings, conferences and webinars in 2020 to raise awareness of current programs/initiatives and upcoming Tollway opportunities. Due to the pandemic, the department has successfully utilized technology to stay engaged with the DBE community.
1,3	Launched the Illinois Tollway Webinar Series to educate and inform the DBE community about Tollway programs and initiatives, highlight key topics from our Technical Assistance Program providers, and partner with sister agencies like the Illinois Department of Transportation and Illinois Capital Development Board to provide information and guidance on prequalification. Since the series launched in July 2020, more than 250 attendees have participated in the virtual sessions.
1,3	Continued managing several successful programs that reward construction contractors for hiring and retaining historically underrepresented individuals for careers and employment opportunities in the construction industry. As of August 2020, the Tollway had 41 contractors enrolled in the programs, the largest amount ever.
1,3	Work with industry stakeholders and small and diverse construction contractors to launch a new Tollway-managed Rolling Owner Controlled Insurance Program that would provide umbrella insurance coverage for certain unbundled and Small Business Initiative contracts.

2021 GOALS AND OUTCOMES

Outcomes	Diversity - 2021 Goals/Objectives
1,3	Expand the Tollway’s Small Business Initiative (SBI) to create new prime and subcontracting opportunities for medium-sized disadvantaged and veteran-owned firms.
1,3	Increase the value of the Partnering for Growth Construction Program by implementing program improvements such as awarding virtual bid credits to sub/protégé firms, in addition to the bid credits already awarded to the prime/mentor contractor.
1,3	Develop and implement new initiatives to increase the hiring/retention of ConstructionWorks participants, especially on Tollway construction contracts. Initiatives can include increasing the contractor hiring and retention bonuses for ConstructionWorks participants and allowing eligible non-skilled workers (laborers) to earn \$15/hr. wage reimbursement for contractors.
1,3	Implement the Tollway’s first certification program for mid-sized construction firms with revenues between \$14 million and \$33 million for the eligible Small Business Initiative construction contracts.
1,3	Increase program metric reporting capability through implementation of data tracking software for Diversity programs Construction Works, Partnering for Growth, Small Business Initiative and Technical Assistance.
1,3	Cross-train all department staff in program and reporting functions increasing the flexibility and efficiency of the department.
1,3	Implement staff training for professional development and advancement of diversity and strategic initiatives.

EXHIBIT 35-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Business Enterprise Program Manager	1	1	0
Chief of Diversity and Strategic Development	1	1	1
DBE Program Manager	1	2	5
Diversity Compliance Coordinator	1	0	0
Diversity Program Coordinator	0	0	2
Executive Manager of Diversity Program Development	1	1	0
Executive Secretary	1	1	1
General Manager of Diversity	1	1	2
Senior DBE Program Manager	1	0	0
Senior Manager of Program Development	0	1	0
TOTAL	8	8	11

EXHIBIT 36

PAGE INTENTIONALLY LEFT BLANK

ENGINEERING

SUMMARY

The Engineering Department is responsible for the program management, construction and maintenance of the Tollway. Additionally, the Engineering Department coordinates with community groups, government agencies and planning organizations on transportation and land use policies. This department oversees annual inspections of the pavement, bridges and drainage systems, as well as the overall day-to-day maintenance of the Tollway’s fleet and roadway systems.

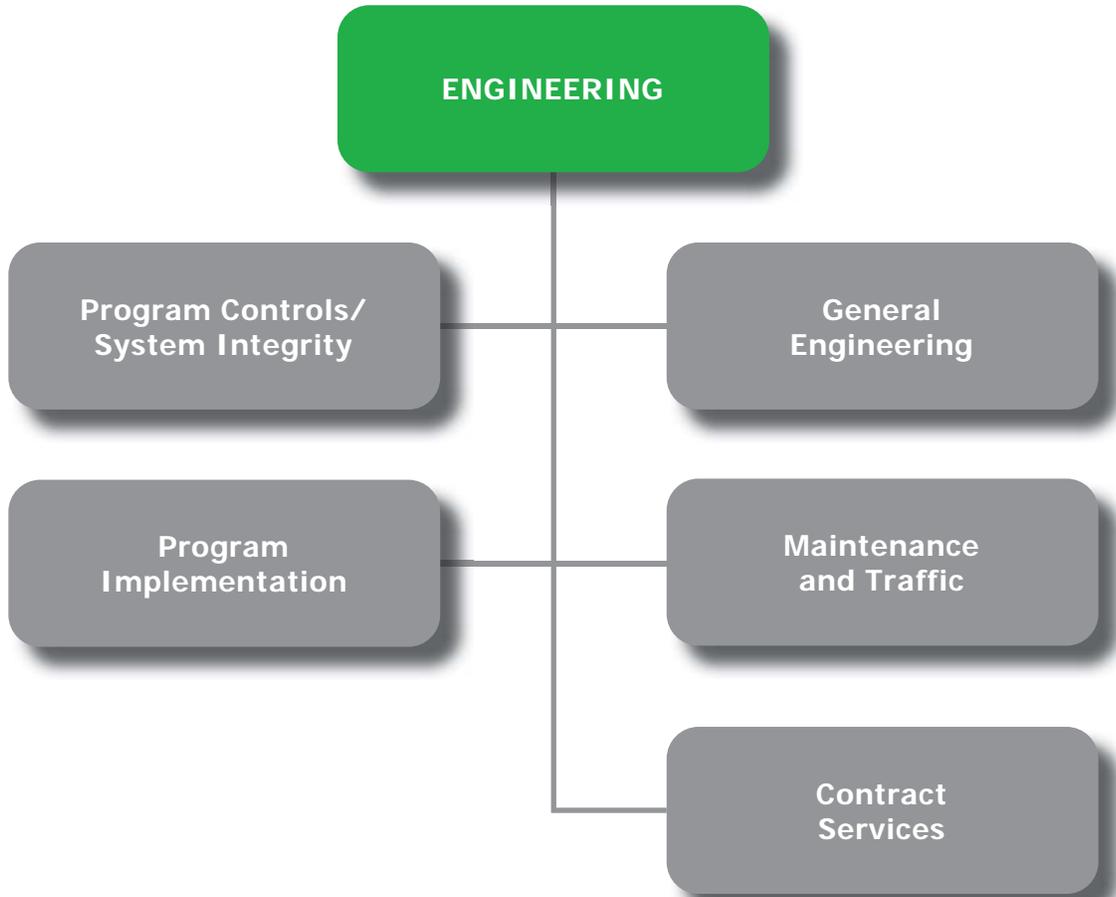


EXHIBIT 37



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$33,109,566	\$31,451,171	\$32,727,367	\$1,276,195	
FICA and Retirement	19,978,377	19,502,871	20,371,477	868,605	
Payroll Sub-Total	\$53,087,943	\$50,954,042	\$53,098,843	\$2,144,801	4.2%
Consulting Services	4,024,508	3,951,249	4,396,050	444,801	
Materials - Operational	7,315,004	7,336,844	4,138,087	(3,198,758)	
Contracted Maintenance Service	2,892,906	2,400,000	2,300,000	(100,000)	
Replacement Parts	188,508	541,776	558,842	17,067	
Outside Services	520,447	457,705	532,025	74,320	
Supplies - Operational	9,640	218,500	217,850	(650)	
Uniforms and Accessories	134,338	158,560	158,560	-	
Supplies - Office	10,792	73,200	73,200	-	
Tools and Equipment	424	58,800	58,800	-	
Employee Training	26,736	58,760	57,520	(1,240)	
Travel	33,825	45,125	45,125	-	
Dues, Books and Subscriptions	37,548	19,875	19,875	-	
Office Equipment	-	18,000	18,000	-	
Telephone	9,235	14,000	14,000	-	
Building Equipment	3,080	10,000	10,000	-	
Roadway Equipment	721	35,000	9,300	(25,700)	
Postage and Express	2,835	4,000	4,000	-	
Printing and Publications	-	3,175	3,175	-	
Office Equipment Rentals	-	3,000	3,000	-	
Other Expenses	2,028	1,000	1,000	-	
Fuels and Oils	-	100	100	-	
Other Operating Sub-Total	\$15,212,577	\$15,408,670	\$12,618,509	(\$2,790,160)	(18.1%)
Recovery of Expenses	(1,165,176)	(1,240,000)	(1,240,000)	-	
DEPARTMENT TOTAL	\$67,135,344	\$65,122,712	\$64,477,353	(\$645,360)	(1.0%)

EXHIBIT 38

The Fiscal Year 2021 Budget Request is \$64.5 million, a decrease of \$645 thousand or 1.0 percent below the Fiscal Year 2020 Budget amount. Total payroll is \$53.1 million and includes 483 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages increased by \$1.3 million compared to the 2020 Budget. Salaries and Wages increased by \$426 thousand compared to the 2020 Budget. This increase in 2021 reflects salary and wage adjustments.
- FICA and Retirement increased by \$869 thousand compared to the 2020 Budget due to 2021 salary and wage adjustments and an increase in the average SERS Pension Contribution Rate from 54.36 percent to 54.596 percent.

- Consulting Services increased by \$445 thousand due to more systemwide pavement and design, inspection work and bi-annual bridge inspection and reporting requirements.
- Materials – Operational decreased by \$3.2 million mainly due to a decrease in CMS salt contract.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS – PROGRAM IMPLEMENTATION

Outcomes	Program Implementation - 2020 Accomplishments
1,2,3,4	Successfully delivered construction work on-time and within budget, including the Central Tri-State Tollway (I-294) Project, I-490 Tollway Project, Edens Spur (I-94) Project, improvements on the Veterans Memorial Tollway (I-355), Phase 2 of the I-294/I-57 Interchange Project, bridge and roadway preservation projects on the Reagan Memorial Tollway (I-88) and Jane Addams Memorial Tollway (I-90), maintenance facility construction and systemwide improvement projects.
1,2,3,4	Successfully advanced planning and design projects for the capital program, including the Central Tri-State Tollway (I-294), Phase 2 of the I-294/I-57 Interchange, the I-490 Tollway, including interchanges at I-90, I-294 and IL Route 390, bridge design work on the Tri-State Tollway (I-94), Reagan Memorial Tollway (I-88) and I-88/I-294 connector ramps and systemwide improvements such as bridge and retaining wall repairs, signing and striping upgrades, drainage improvements and landscape improvements.
1,2,3,4	By the end of 2020, the Tollway anticipates advertising up to 60 construction contracts worth nearly \$1.3 billion, committing more than 67.6 percent of the program’s budget while maintaining change orders and extra work orders within the established budget.
1,2,3,4	Through October 2020 the Tollway awarded 62 construction and professional engineering services contracts totaling nearly \$1.2 billion. Key contracts awarded include southbound Mile Long Bridge Reconstruction, Central Tri-State corridor improvements, I-490 corridor improvements, I-490/I-294 Interchange construction, I-490/I-90 Interchange construction, roadway and bridge reconstruction for reconstruction of the I-88/I-290 Interchange on the Tri-State Tollway (I-294), I-294/I-57 Interchange improvements, Bensenville (M-16) maintenance facility construction along IL 390, Jane Addams Memorial Tollway (I-90) preservation and construction management for several contracts along the Central Tri-State Tollway (I-294) and I-490 Tollway corridors.
1,2,3	Continued unbundling larger construction bid packages and advertising Small Business Initiative (SBI) contracts, providing additional prime and subcontracting opportunities for small, diverse and veteran-owned businesses. The Tollway is on track to award nearly 40 unbundled contracts, including 15 Small Business Set-Aside contracts worth nearly \$20.4 million by the end of 2020.
1,2,3,4	Worked closely with the Planning Department to identify infrastructure needs as input to the development of a 10-year Strategic Plan due to the state in spring 2021.

Outcomes	Program Implementation - 2020 Accomplishments
1,3	Created or sustained an estimated 89,040 jobs from January 2012 through October 2020 through capital program investments of more than \$9.5 billion.
3	Developed new procedures to enable Engineering staff and consultants to maintain agency operations remotely and efficiently during the COVID-19 pandemic, including new eBuilder processes to complete payments and contract adjustments electronically.
2,3	Implemented new safety measures to protect the traveling public and construction field crews, including conducting a work zone safety webinar with the Illinois Road and Transportation Builders Association (IRTBA), establishing new partnerships with the Illinois High School and College Driver Education Association (IHSCDEA) and the Distress Bandanna Teen Driver Safety Initiative and coordinating with Illinois State Police troopers for dedicated monitoring and patrolling of the Central Tri-State Tollway (I-294) corridor.

EXHIBIT 39-1

2021 GOALS AND OUTCOMES – PROGRAM IMPLEMENTATION

Outcomes	Program Implementation - 2021 Goals/Objectives
1,2,3,4	Continue to successfully deliver construction projects on-time and within budget, including I-490 Tollway Project construction, including interchanges at I-294, I-90 and IL 390, Central Tri-State Tollway (I-294) Project construction, including Mile Long Bridge, Burlington Northern Santa Fe Railway Bridge and mainline reconstruction and widening, Phase 2 of the I-294/I-57 Interchange Project, Reagan Memorial Tollway (I-88) rehabilitation and bridge reconstruction, construction of Aurora (M-8) maintenance facility and in Bensenville (M-16) maintenance facility, bridge reconstruction on the Tri-State Tollway (I-94), Reagan Memorial Tollway (I-88) and I-88/I-294 connector ramps and various systemwide improvement and preservation projects.
1,2,3,4	Continue or complete planning and design work for a variety of capital program projects, including the Central Tri-State Tollway (I-294), I-490 Tollway, Phase 2 of the I-294/I-57 Interchange Project, US Route 20 bridge reconstruction on the Jane Addams Memorial Tollway (I-90) and various systemwide improvements for bridge and retaining wall repairs, signing and striping upgrades, pavement repairs and landscape improvements.
2,3	Continue to coordinate with Facilities and Fleet Department on the Tollway’s Job Order Contracting (JOC) Program and potential expansion of program to address limited roadway repairs and/or safety related items.
1,2,3	Continue to unbundle larger construction bid packages and advertise Small Business Initiative (SBI) contracts, providing additional prime- and subcontracting opportunities for small, diverse and veteran-owned businesses.
1,3	Develop and launch a new professional services internship program to provide increased exposure and development opportunities for undergraduate interns.

Outcomes	Program Implementation - 2021 Goals/Objectives
3	Continue to explore and implement initiatives that enable Engineering staff and consultants to maintain agency operations remotely and as efficiently as possible.

EXHIBIT 39-2

2020 ACCOMPLISHMENTS – MAINTENANCE AND TRAFFIC OPERATIONS

Outcomes	Maintenance and Traffic Operations - 2020 Accomplishments
2,3	Implemented job safety analysis for all full-time positions.
1,3	Two sets of new employees were hired with a new program aimed at making the onboarding process simple and informative by communicating department goals, operations and employee expectations prior to deployment to maintenance locations.
2,4	Continued efforts to identify de-icing materials that will reduce the overall usage of salt and reduce the environmental impact, added more de-icing storage tanks to increase the Tollway’s capacity to make and store salt brine.
2,3,4	Continued efforts to reduce salt/chlorine usage with the production and use of salt brine, Beet Heet, and the addition of the IDOT special blend salt brine blend to reduce the chlorides and impacts on the environment.
2,3,4	Initiated implementation of construction bulletin removing Friday and Saturday night full traffic stops from contractor work schedules to increase user and worker safety.
2,3,4	Produced training handout for Illinois State Police and Tollway Maintenance which provides best practices for full stop and trooper presence requests for construction and maintenance activities.
2,3,4	Coordinated the installation of plexiglass partitions in Highway Emergency Lane Patrol (H.E.L.P.) trucks and motorist aid vehicles to provide a safe environment for employees and customers requiring transportation to and from roadway incidents.
2,3	Implementation of web version of the Traffic and Incident Management System (TIMS) that will allow management staff remote access to live video and list of events.
2,3	Continued Computer Aided Dispatch (CAD) system upgrade to Structured Query Language (SQL).
2,3,4	Updated Commission on Accreditation for Law Enforcement Agencies (CALEA) Accreditation Manager Certification. The purpose of this certification is to begin the process of accrediting the Tollway’s 911 Call Center. This initiative is part of a larger project for 2021 and 2022.
3	Continue to develop and write policy for the dispatch operation to keep up to date with industry standards. This accomplishment is also part of the accreditation goals for 2021.
2,3,4	Dispatch initiated the effort to revitalize the mutual aid radio system.
1,2,3	Implemented safety measures to reduce crashes and fatalities due to wrong way driving, including pilot testing a Wrong-Way Driver Detection System on the Reagan Memorial Tollway (I-88) at Peace Road. Further pilot testing is planned for I-88 at Orchard Rd and the Tri-State Tollway (I-94) in late fall 2020.

Outcomes	Maintenance and Traffic Operations - 2020 Accomplishments
1,2,3	Constructed an Intelligent Transportation Systems (ITS) Test Site and Lab at the Downers Grove (M-14) maintenance site for performance validation and compatibility testing of ITS devices and components.

EXHIBIT 39-3

2021 GOALS AND OUTCOMES – MAINTENANCE AND TRAFFIC OPERATIONS

Outcomes	Maintenance and Traffic Operations - 2021 Goals/Objectives
2,3,4	Continue to monitor salt usage in order to reduce chloride levels.
1,2,3	Implement an apprenticeship program that will create a pipeline of new employees to the role of equipment operator/laborer when the need arises due to attrition.
2,4	Acquire truck mounted attenuators and other equipment that will aid in promoting a safe work environment.
2,3	Completion and implementation of new lane closure application being built by the Planning Department’s GIS unit.
2,3	Obtain Commission on Accreditation for Law Enforcement Agencies (CALEA) certification of the 911 Call Center.
2,3	Installation of the 911 phone system.
2,3,4	Improved facilities and modernization of the dispatch center.
1,2,3	Replace aging/outdated ITS devices under systemwide ITS construction contracts.

EXHIBIT 39-4

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Assistant Project Manager	1	1	1
Bridge Inspection Engineer	1	1	1
Chief Engineer Officer	1	1	1
Chief of Engineering Program Implementation	1	1	0
Civilian Call Taker	7	7	7
Communications Supervisor	4	4	4
Construction Contract Supervisor	1	1	1
Contract Payment Expeditor	3	2	4
Contract Payment Expeditor Supervisor	1	1	1
Deputy Chief of Program Controls	1	1	0
Deputy Chief of Program Implementation	2	4	5
Deputy Chief of Maintenance and Traffic	0	0	1
Deputy Dispatch Manager	1	1	1
Dispatch Manager	1	1	1
Document Control Specialist	1	1	1
Engineering Budget and Procurement Manager	1	1	1
Equipment Operator Laborer	325	325	297
Executive Project Engineer	2	2	5
Executive Project Manager	4	2	3
Executive Secretary	2	2	2
General Manager of Engineering	1	0	0
General Manager of Maintenance and Traffic	1	1	0
General Manager Traffic and Incident Manager	0	0	1
Incident Management Administrator	0	0	1
ITS Deployment Engineer	1	1	1
ITS Document & Inventory Tech	1	1	1
ITS Field Technician	2	2	2
ITS Manager	0	1	1
Lead Traffic Operations Technician	1	0	0
Maintenance Section Manager	12	12	12
Maintenance Section Supervisor	13	13	13
Maintenance Systems Analyst	1	1	1
Maintenance Systems Support Clerk	1	0	0
Management Operations Specialist	1	0	0
Materials Engineer	1	1	1
Night Supervisor	1	1	1
Part Time Data Technician	1	1	0
Policy Analyst	1	0	1
Project Manager	3	2	2
Project Manager/Engineer	1	1	1

Position Title	FY2019	FY2020	FY2021
Quality Auditor	1	1	1
Quality Manager	1	0	0
Roadway Electrical Manager	1	1	1
Roadway Lighting Laborer	10	13	13
Roadway Maintenance Administrator	1	1	1
Roadway Maintenance District Manager	2	2	3
Roadway Maintenance Manager	1	1	1
Secretary III	1	1	1
Section Clerk	16	17	15
Senior Project Engineer	4	6	4
Senior Project Manager	4	2	3
Sign Maker Hanger	15	16	15
Sign Shop Manager	1	1	1
Sign Shop Supervisor	1	1	1
Telecommunicator	23	23	23
Traffic and Incident Manager	1	1	1
Traffic Operations Center Manager	1	1	1
Traffic Operations Center Supervisor	1	1	1
Traffic Operations Manager	1	0	0
Traffic Operations Technician	12	12	12
Traffic Permit Technician	2	2	2
Web-Based Project Management Systems Manager	1	1	1
Welder	6	6	6
TOTAL	510	507	483

EXHIBIT 40

PAGE INTENTIONALLY LEFT BLANK

EXECUTIVE OFFICE AND DIRECTORS

SUMMARY

The Executive Office and Directors are comprised of nine appointed directors including the Board Chairman, two ex-officio directors and the executive management staff. This office provides the management expertise to conceptually identify and set policies for the Tollway agency. This office also develops and implements a strategic plan that allows for the efficient and effective use of all available resources to accomplish the Tollway’s mission.

The Strategy and Implementation area leads strategic initiatives that establish best practices in governance for the Tollway. The Strategy Department leads the Enterprise Risk Management program for the Tollway that provides for a continuous coordinated approach to assess, analyze mitigate and monitor risks that can affect the achievement of Tollway strategic objectives and overall operational performance. The ERM framework addresses risk governance, risk assessment, risk quantification, risk monitoring and reporting. The Strategy team is responsible for compliance programs that focus on strengthening the internal control framework of the Tollway.

The Enterprise Risk Management program and internal control compliance programs contribute value to and are integrated as part of the overall governance and management process at the Tollway.

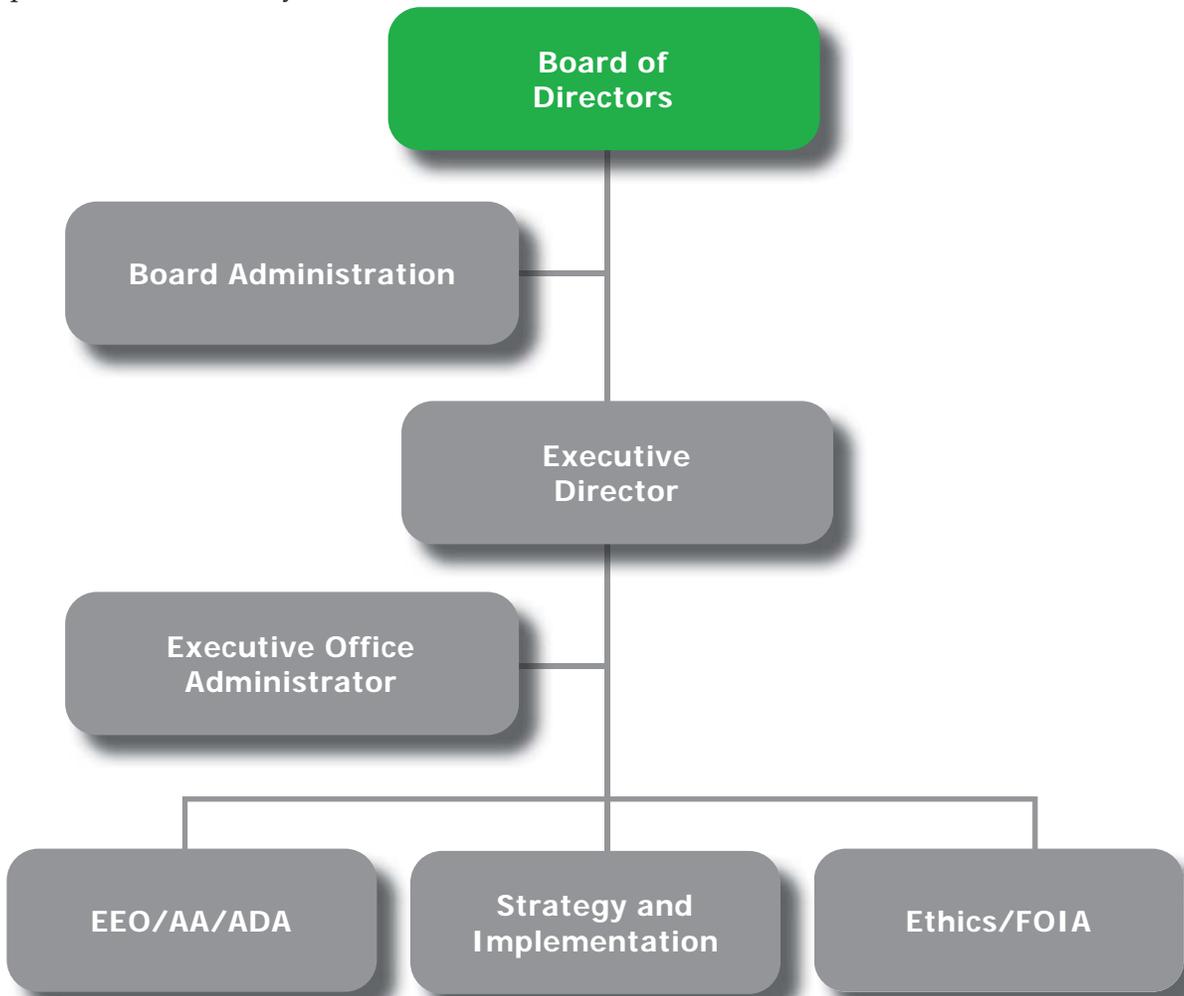


EXHIBIT 41



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$1,369,350	\$1,512,897	\$2,156,389	\$643,492	
FICA and Retirement	680,542	749,513	1,186,086	436,573	
Payroll Sub-Total	\$2,049,892	\$2,262,410	\$3,342,475	\$1,080,065	47.7%
Outside Services	210	240,000	240,000	-	
Consulting Services	-	-	150,000	150,000	
Dues, Books and Subscriptions	57,929	58,000	71,000	13,000	
Travel	10,245	25,000	21,500	(3,500)	
Other Expenses	4,572	26,000	21,200	(4,800)	
Employee Training	436	1,000	8,000	7,000	
Supplies - Office	45	8,500	7,000	(1,500)	
Advertising and Promotion	-	5,300	5,400	100	
Supplies - Operational	66	3,000	4,100	1,100	
Other Equipment Capital	-	2,000	2,000	-	
Postage and Express	1,156	1,300	1,600	300	
Printing and Publications	3,486	800	900	100	
Office Equipment - Maintenance	-	300	300	-	
Other Operating Sub-Total	\$78,146	\$371,200	\$533,000	\$161,800	43.6%
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$2,128,038	\$2,633,610	\$3,875,475	\$1,241,865	47.2%

EXHIBIT 42

The Fiscal Year 2021 Budget Request is \$3.9 million, an increase of \$1.2 million or 47.2 percent above the Fiscal Year 2020 Budget amount. Total payroll is \$3.3 million and includes 17 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries increased by \$643 thousand compared to the 2020 Budget. This increase reflects additional positions and the 2021 salary adjustments.
- FICA and Retirement increased by \$437 thousand compared to the 2020 Budget due to additional positions added and an increase in the average SERS Pension Contribution Rate from 54.36 percent to 54.596 percent.
- Consulting Services increased by \$150 thousand for SOX Project continuation and other Enterprise-wide special projects.

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Administrative Manager to the Board	1	1	1
Chief Operating Officer	1	1	1
Chief Security Officer	0	0	1
Deputy Chief of Staff	1	1	1
Chief Strategy Implementation Officer	0	0	1
EEO Administrative Specialist	1	1	1
EEO Clerk	1	1	1
EEO/AA/ADA Officer	1	1	1
Ethics Officer/FOIA Compliance Manager	0	0	1
Ethics Officer/FOIA Officer	1	1	1
Executive Director	1	1	1
Executive Office Administrator	1	1	1
Executive Secretary	1	1	1
FOIA Assistant	1	1	1
Labor Relations Manager	1	1	1
Senior Project Manager	0	0	2
TOTAL	12	12	17

EXHIBIT 43

PAGE INTENTIONALLY LEFT BLANK

FACILITIES AND FLEET

SUMMARY

The Facilities and Fleet Department is responsible for maintenance and repairs at 186 Tollway Facilities and the service and repair of approximately 1,700 vehicles and operating equipment. The department also provides support services that include the warehousing and delivery of goods and materials, mail delivery, IT wiring and equipment installations at facilities, communication tower maintenance and repair and the installation and repair of communication radio equipment in all Illinois State Police District 15 and Tollway vehicles.

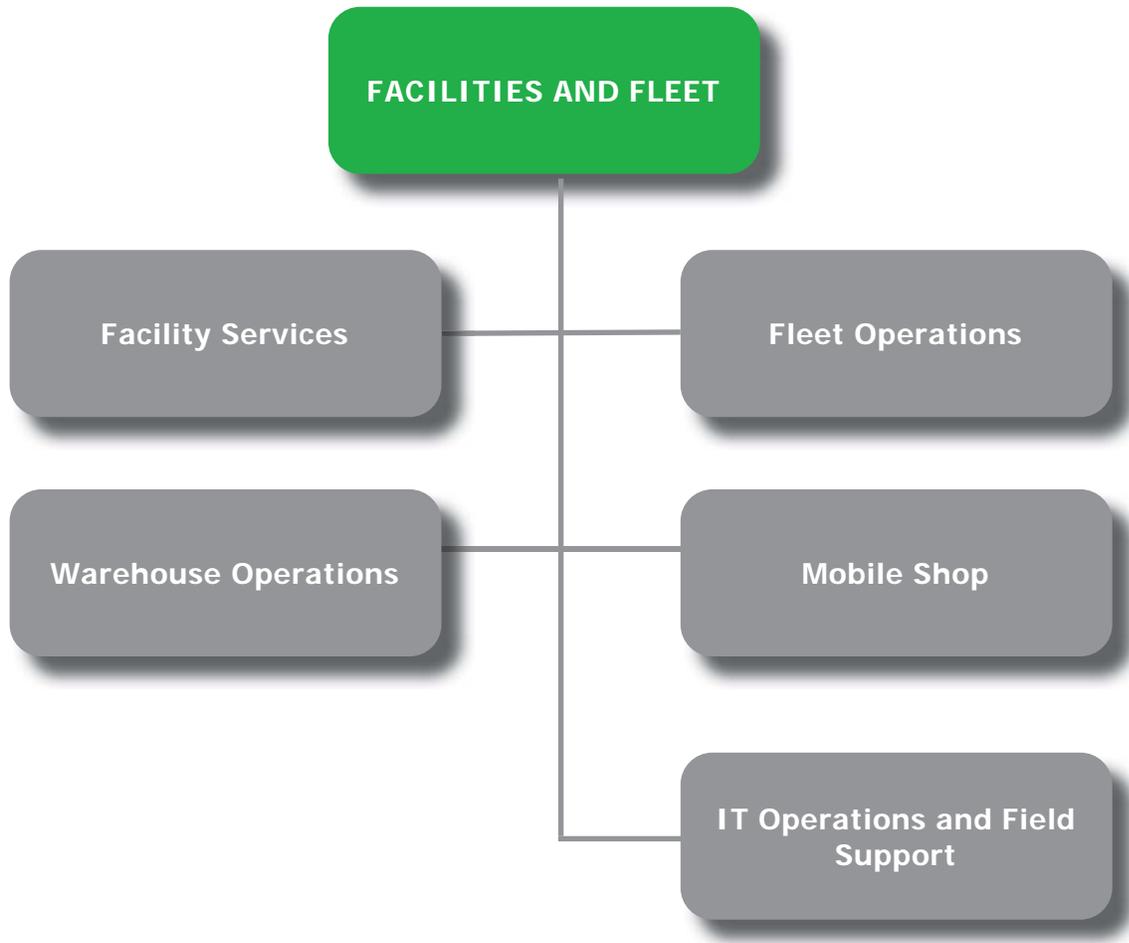


EXHIBIT 44



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$14,596,880	\$16,184,655	\$17,442,745	\$1,258,089	
FICA and Retirement	8,801,263	10,036,105	10,857,411	821,306	
Payroll Sub-Total	\$23,398,144	\$26,220,760	\$28,300,156	\$2,079,395	7.9%
Outside Services	2,169,167	3,238,312	2,950,481	(287,832)	
Fuels and Oil	3,183,223	3,200,800	2,800,720	(400,080)	
Replacement Parts	4,436,757	2,601,800	2,346,840	(254,960)	
Supplies - Operational	157,923	632,950	785,205	152,255	
Contracted Maintenance Service	256,867	821,000	783,900	(37,100)	
Materials - Operational	104,448	485,700	437,040	(48,660)	
Office Equipment - Maintenance	6,587	205,150	184,635	(20,515)	
Tools and Equipment	71,783	110,592	115,733	5,141	
Uniforms and Accessories	33,191	49,700	50,130	430	
Employee Training	26,885	40,000	36,000	(4,000)	
Supplies - Office	2,088	37,000	33,300	(3,700)	
Office Equipment Rentals	450	26,200	23,580	(2,620)	
Building Equipment	1,989	23,282	20,954	(2,328)	
Roadway Equipment	-	19,269	17,342	(1,927)	
Postage and Express	685	4,450	4,005	(445)	
Office Equipment	-	3,500	3,150	(350)	
Travel	47	3,000	2,700	(300)	
Telephone	2,943	3,000	2,700	(300)	
Other Expenses	281	2,200	1,980	(220)	
Dues, Books and Subscriptions	499	1,200	1,080	(120)	
Other Capital Equipment	-	1,000	900	(100)	
Utilities	247	500	450	(50)	
Printing and Publications	-	100	90	(10)	
Other Operating Sub-Total	\$10,456,060	\$11,510,705	\$10,602,915	(\$907,791)	(7.9%)
Recovery of Expenses	(93,520)	(245,000)	(234,000)	11,000	
DEPARTMENT TOTAL	\$33,760,684	\$37,486,466	\$38,669,070	\$1,182,604	3.2%

EXHIBIT 45

The Fiscal year 2021 Budget request is \$38.7 million, an increase of \$1.2 million or 3.2 percent above the Fiscal year 2020 Budget amount. Total payroll is \$28.3 million and includes 238 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages increased by \$1.3 million compared to the 2020 Budget.
- FICA and Retirement increased by \$821 thousand compared to the 2020 Budget due to a reduction in headcount. Offset by the average SERS Pension Contribution Rate that increased from 54.36 percent to 54.596 percent.
- Outside services decreased by \$288 thousand based on decreased support for NAPA equipment.
- Fuels and Oils decreased by \$400 thousand based on historical fuel price trends and usage.
- Replacement Parts decreased by \$255 thousand based on the estimated usage for parts in 2021.
- Supplies-Operational increased \$152 thousand for additional cleaning supplies and PPE for the agency.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS

Outcomes	Facilities and Fleet - 2020 Accomplishments
2,3,4	Continued the installation of energy efficient HVAC, boiler equipment and air handling equipment systemwide to reduce utility usage and costs.
2,3,4	Completed an interior renovation of the Gurnee M-4 maintenance garage to extend the useful life of the facility and create an environment to better support employees.
2,3,4	Installed a redundant power source to the Central Administration building to provide uninterrupted electrical power to critical systems throughout the facility.
1,2,3,4	Completed the construction of a new multi-purpose room at the Central Administration building to provide ADA accessible space for meetings, hearings, outreach events, bid openings, etc.
2,3,4	Completed construction of a new Customer Service Center at the Central Administration building to provide ADA accessible customer service. This state of the office has new ADA accessible washrooms and easy access from the east lobby. Additional ADA accessible parking has also been added.

EXHIBIT 46-1

2021 GOALS AND OUTCOMES

Outcomes	Facilities and Fleet - 2021 Goals/Objectives
2,3,4	Continued work on a construction program at the Central Administration building to better utilize existing floor space to reduce operational costs by reducing the need for leased office space.
2,3,4	Utilize a new asset management system to track Fleet labor and assets to reduce operational costs and provide a resource to optimize the utilization of fleet vehicles and equipment and extend their life cycle.
2,3,4	Reduce operational costs by combining separate employee groups tasked with similar duties in a shared facility to reduce operational costs associated with delivery of materials, duplication of equipment, etc.
2,3,4	Continue replacing old and inefficient HVAC equipment to reduce utility consumption and lower energy costs.
2,3,4	Reduce warehousing needs and costs by streamlining the ways packages and materials are currently stocked and shipped.
2,3,4	Begin construction on an interior renovation of the Des Plaines (M-3) maintenance site garage to extend the useful life of the facility and create an environment to better support employees.

EXHIBIT 46-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Accounts Payable Representative	3	3	3
Antenna Specialist	1	1	1
Auto Mechanic	56	57	57
Automotive Attendant	2	2	2
Automotive Body Technician	2	1	1
Building Maintenance Manager	2	2	2
Carpenter Shop Manager	1	1	1
Central Shop Area Supervisor	1	1	1
Central Shop Manager	1	1	1
Central Shop Supervisor	1	1	1
Clothing Room Supervisor	1	1	1
Custodial Manager	1	1	1
Custodial Supervisor	3	3	2
Custodian II & Custodian III	38	41	36
Deputy Chief Facility/Fleet	0	0	1
Equipment Operators Laborers	2	4	4
Facility Services Administrator	0	1	1
Facility Services Manager	2	2	2
Field Network Technician	4	4	4
Field Operations Manager	1	1	1
Fleet District Manager	2	2	2
Fleet District Supervisor	1	1	1
Fleet Manager	1	1	1
Fleet Supervisor	1	1	1
Fleet Systems Administrator	1	1	1
General Manger of Facility Services	0	0	1
General Manager of Quality Control	0	0	1
General Manager of Facility Services	1	1	1
Intake Specialist	1	1	0
Inventory Analysis/Control Supervisor	1	1	1
Inventory and Property Manager	1	1	1
Inventory Control Auditor	2	2	2
Inventory Control Clerk	1	1	1
Inventory Planner	3	3	3
Inventory Specialist	1	1	1
Lead Custodian	0	0	4
Mechanical Electrical	20	20	20
Messenger Services Supervisor	1	1	1
Messenger/Drivers	9	9	9

Position Title	FY2019	FY2020	FY2021
Mobile Bench Technician	2	2	2
Mobile Installer	3	3	3
Mobile Shop Manager	1	1	1
Painter	7	7	7
Parts Clerks	12	13	13
Project Administrator	1	1	2
Property Control Auditor	2	2	2
Property Control Supervisor	1	1	1
Secretary III	1	1	1
Section Clerk	6	6	5
Senior Building Inspector	1	1	1
Senior Manager of Fleet Assets	0	0	1
Senior Manager of Quality Control	0	0	1
Senior Manager of Custodial Service	0	0	1
Shipping and Receiving Auditor	1	1	1
Structural	13	13	11
Switchboard Operator	1	1	0
System Technician	1	1	0
System Technician I	4	4	3
Warehouse and Materials Distribution Supervisor	1	1	1
Warehouse Manager	1	1	1
Warehouse Workers	5	5	5
TOTAL	233	240	238

EXHIBIT 47

FINANCE

SUMMARY

The Department of Finance is responsible for general accounting, financial reporting, capital and operations budgeting, treasury functions, accounts payable, payroll, risk management and toll revenue audit for the Tollway. In addition, Finance manages all bond, cash and investment analysis and helps coordinate the financial position of the annual audit of the agency.



EXHIBIT 48



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$3,109,135	\$3,559,559	\$4,131,976	\$572,417	
FICA and Retirement	1,848,218	2,207,283	2,624,845	417,563	
Payroll Sub-Total	\$4,957,353	\$5,766,842	\$6,756,822	\$989,980	17.2%
Bank Charges	31,407,868	33,050,000	30,200,000	(2,850,000)	
Employee Group Insurance	27,839,964	32,000,000	29,000,000	(3,000,000)	
Worker's Compensation Insurance	8,099,534	7,979,000	6,846,000	(1,133,000)	
Property Insurance	2,612,243	3,607,790	4,253,270	645,480	
Outside Services	2,810,943	3,825,000	4,102,000	277,000	
Bond Trustee	39,441	50,000	50,000	-	
Supplies - Operational	-	23,500	25,500	2,000	
Supplies - Office	-	28,000	20,000	(8,000)	
Employee Training	1,000	16,500	13,500	(3,000)	
Postage and Express	9,655	20,100	10,100	(10,000)	
Dues, Books and Subscriptions	5,632	9,500	9,500	-	
Office Equipment	1,057	9,600	8,000	(1,600)	
Travel	2,604	5,500	4,500	(1,000)	
Printing and Publications	-	2,000	2,000	-	
Other Expenses	38	1,500	1,500	-	
Advertising and Promotion	1,228	1,228	1,228	-	
Office Equipment - Maintenance	-	800	800	-	
Uniforms and Accessories	135	-	-	-	
Telephone	517	500	-	(500)	
Contracted Maintenance Service	-	5,600	-	(5,600)	
Other Operating Sub-Total	\$72,831,858	\$80,636,118	\$74,547,898	(\$6,088,220)	(7.6%)
Recovery of Expenses	(56,325)	(110,000)	(110,000)	-	
DEPARTMENT TOTAL	\$77,732,886	\$86,292,960	\$81,194,720	(\$5,098,240)	(5.9%)

EXHIBIT 49

The Fiscal Year 2021 Budget Request is \$81.2 million, a decrease of \$5.1 million or 5.9 percent below the Fiscal Year 2020 Budget amount. Total payroll is \$6.8 million and includes 75 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages increased by \$572 thousand compared to the 2020 Budget. This increase reflects additional positions as well as 2021 salary and wage adjustments.
- FICA and Retirement increased by \$418 thousand compared to the 2020 Budget due to additional positions, 2021 salary and wage adjustments and an increase in the average SERS Pension Contribution Rate from 54.36 percent to 54.596 percent.
- Credit Card Fees and Bank Charges decreased by \$2.9 million due to lower estimated toll transactions based on 2021 revenue projections.

- Employee Group Insurance decreased by \$3 million based on projected employee enrollment, insurance premiums and lower cost for administration fees. This account includes group medical, dental, optical and life, as well as retiree health and life insurance.
- Workers’ Compensation Insurance decreased by \$1.1 million, to adjust the reserve fund for trends identified in the latest actuarial study.
- Property Insurance increased by \$645 thousand compared to the 2020 budgeted amount and is based on insurance market from increase losses, reduced capacity by vendors and pandemic.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS

Outcomes	Finance - 2020 Accomplishments
3	Completed the year end close and financial statement preparation within the timelines and met all external audit deadlines.
3	Achieved an external audit result of no material findings pertaining to the Finance Dept.
3	Received the Government Finance Officers’ Association (GFOA) Certificate of Achievement for Excellence in Financial Reporting for the 23rd consecutive year. Received the Distinguished Budget Presentation for the 17th consecutive year.
3	Implemented policies and procedures for remote work.
3	Work with other departments and external vendors to improve ATPM cash reconciliation process.
3	Work with other departments to develop and implement new violation invoicing.
3	Developed invoiced processing metrics for AP department.
3	Developed a Rolling Owner Controlled Insurance Program.
3	Secured \$336M of funding for the <i>Move Illinois</i> Program by issuance of \$300M of revenue bonds at an all-in rate of 3.65%, well below 4.00% objective. Yield to call was 2.83%.
3	Removed all risks associated with variable interest rates, including risks associated with related third-party liquidity agreements and swap agreements, by refunding all \$1.1 billion of variable rate bonds into fixed rate.
3	Secured \$61.4M of net present value savings by refunding Series 2010A-1 Bonds.

EXHIBIT 50-1

2021 GOALS AND OUTCOMES

Outcomes	Finance - 2021 Goals/Objectives
3	Work with the Illinois Treasurer’s office to procure banking services on behalf of the Tollway with the result of successfully awarding a banking service contract.
3	Work with the Executive Office in developing a Tollway wide Enterprise Risk Management strategy and framework.
3	Refine Enterprise Resource Planning (ERP) processes as system matures.
3	Develop and implement process for tracking vendor invoices Tollway wide.
3	Automate the Tollway’s budget management process and workflows.
3	Continue to enhance the Workplace Safety Program, including implementing new policies and procedures relating to OSHA required programs/training. Enhance procedures to track and investigating new injuries and review and amend if necessary policies and procedures to reduce risk of employee injuries.
3	Complete Forklift training – section & parts clerks at M-sites, CAG, SS, CS, Central Warehouse employees.
3	Develop a 2021 Lifting Initiative/Campaign at the M-sites due to lifting Injury trend seen in the 2014-2019 data.
3	Crane Operator Certification & Testing for RE/SS.
3	Implement new software to provide for the new GASB pronouncement # 87 – Leases.
3	Evaluate and execute bond financings in support of the <i>Move Illinois</i> Program in an amount totaling \$600 million of senior revenue bonds at cost below planned amounts.

EXHIBIT 50-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Accountant	1	2	2
Accounts Payable Manager	0	0	1
Accounts Payable Representative	7	7	10
Administrative Specialist	1	1	1
Assistant Controller/Financial Reporting Manager	0	0	1
Assistant Supervisor Accounts Payable	1	2	2
Budget Analyst	2	2	2
Budget/General Accounting Clerk	1	1	1
Capital Budget Analyst	3	3	3
Capital Budget Manager	1	1	1
Capital Finance Analyst	1	1	1
Cashier	1	1	1
Cashier Supervisor	1	1	1
Cashier/General Accounting Assistant	3	3	3
Chief Accountant	2	2	2
Chief Financial Officer	1	1	1
Contract Administrator	3	3	4
Construction Insurance Analyst	1	1	1
Controller	1	1	1
Debt Manager	1	1	1
Deputy Chief of Finance	1	1	1
Disbursement Control Supervisor	2	1	2
Emergency Services Collection Analyst	1	1	1
Executive Secretary	1	1	1
Financial Planning Analyst	1	1	1
Fiscal Operations Manager	1	1	1
Health and Safety Manager	0	0	1
Insurance Claims Supervisor	1	1	1
Insurance Risk Manager	1	1	1
M&O Manager	0	0	1
Manned Lanes Control Clerk	1	1	1
Payroll Analyst	4	4	4
Payroll Manager	1	1	1
Payroll Supervisor	1	1	1
Project Accountant	4	4	4
Project Administrator	2	2	1
Project Manger	0	0	1
Property Recovery Analyst	1	1	1
Revenue Specialist	0	1	1

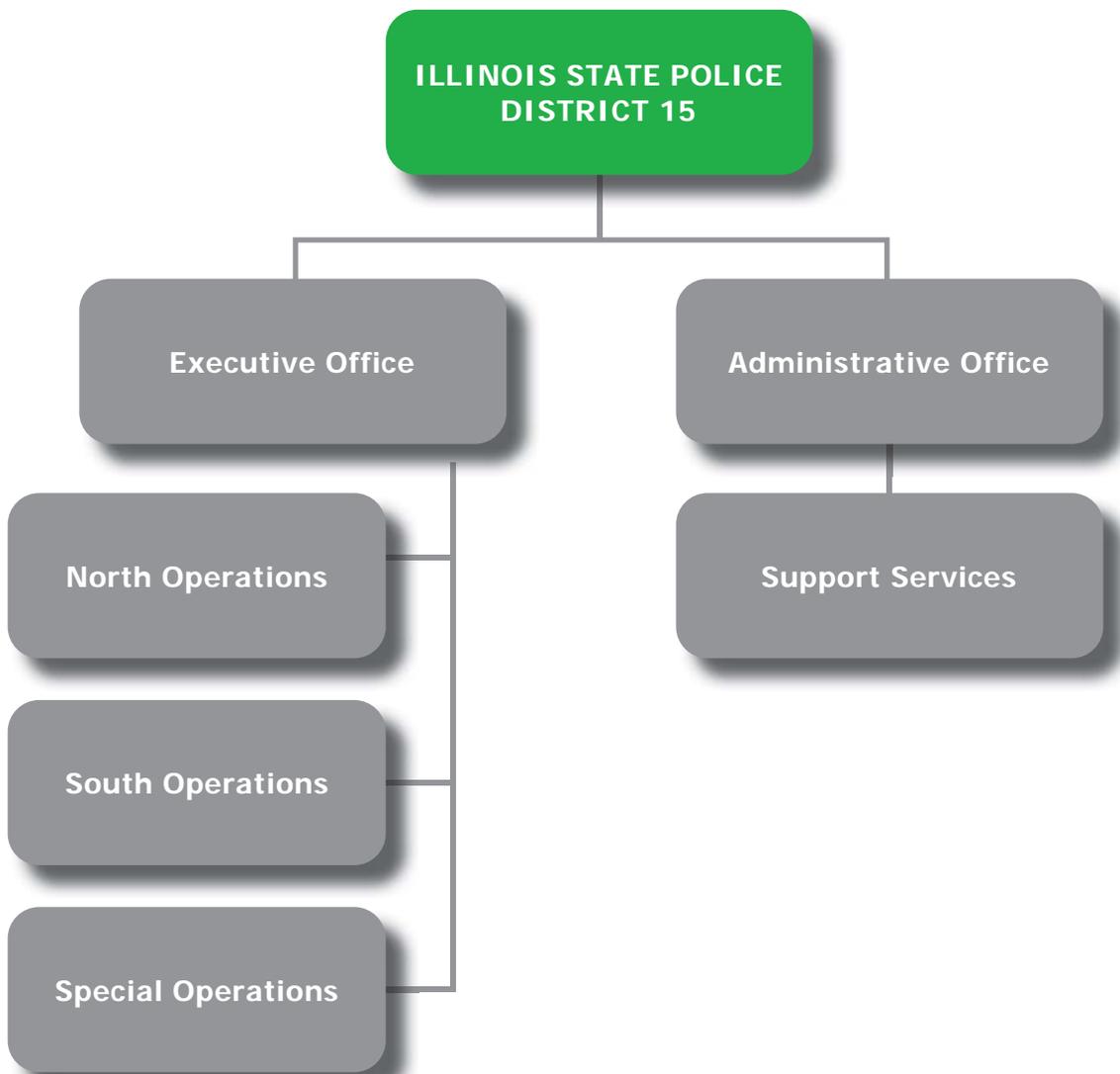
Position Title	FY2019	FY2020	FY2021
Safety Supervisor	2	3	1
Secretary III	1	1	1
Senior Accountant	4	4	4
Supervisor Workers Comp Claims	1	1	1
Toll Audit Manager	1	1	1
Toll Audit Supervisor	1	1	1
TOTAL	65	68	75

EXHIBIT 51

ILLINOIS STATE POLICE DISTRICT 15

SUMMARY

Illinois State Police (ISP) District 15, one of 21 Districts of the Illinois State Police, is responsible for providing comprehensive law enforcement services to the entire Tollway system. District 15 patrols the Tollway system to enforce speed limits, traffic laws, assist disabled motorists and provide special details for operations, such as overweight vehicles. The District 15 commander reports to the Tollway Executive Director and to the Director of the ISP. District 15 is a unique ISP District serving a mobile community comprised of travelers from across the country along with local commuters. Troopers assigned to District 15 cover the Tollway system in 12 counties and coordinate with five other ISP Districts. District 15 operates and is solely responsible for a truck task force and special enforcement teams made up of a K-9 anti-drug unit, a motorcycle patrol unit, a comprehensive investigative unit, an administrative team and patrol operations.



Illinois State Police District 15

EXHIBIT 52



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$19,439,446	\$18,987,442	\$19,496,654	\$509,212	
FICA and Retirement	10,540,160	10,635,595	10,967,187	331,592	
Payroll Sub-Total	\$29,979,606	\$29,623,037	\$30,463,841	\$840,804	2.8%
Employee Group Insurance	3,682,305	3,800,000	3,800,000	-	
Police Capital Equipment	363,474	400,000	400,000	-	
Supplies - Operational	433,410	375,000	375,000	-	
Office Equipment - Maintenance	136,413	150,000	150,000	-	
Supplies - Office	62,030	150,000	150,000	-	
Uniforms and Accessories	76,246	100,000	100,000	-	
Outside Services	48,703	78,000	78,000	-	
Employee Training	29,645	25,000	35,000	10,000	
Postage and Express	17,708	22,000	22,000	-	
Replacement Parts	18,477	20,000	20,000	-	
Telephone	16,295	17,000	17,000	-	
Dues, Books and Subscriptions	15,472	14,000	14,000	-	
Tools and Equipment	-	6,000	6,000	-	
Travel	11,998	5,000	5,000	-	
Office Equipment	-	5,000	5,000	-	
Contracted Maintenance Service	1,031	4,000	4,000	-	
Printing and Publications	207	1,000	1,000	-	
Other Expenses	5,942	400	400	-	
Other Operating Sub-Total	\$4,919,356	\$5,172,400	\$5,182,400	\$10,000	0.2%
Recovery of Expenses	(2,071)	(5,000)	(5,000)	-	
DEPARTMENT TOTAL	\$34,896,890	\$34,790,437	\$35,641,241	\$850,804	2.4%

EXHIBIT 53

The Fiscal year 2021 Budget request is \$35.6 million, an increase of \$851 thousand or 2.4 percent above the Fiscal year 2020 Budget amount. Total payroll is \$30.5 million for 16 civilian positions and 196 State Troopers.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages category includes overtime and that has increased by \$509 thousand compared to the 2020 Budget. The increase is due to the overtime needed to maintain proper patrols and enforcement details.
- FICA and Retirement increased by \$332 thousand compared to the 2020 Budget. The average SERS Pension Contribution Rate increased from 54.36 percent to 54.596 percent.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS

Outcomes	Illinois State Police - 2020 Accomplishments
2	Purchased two canines, which reinforce continued commitment to prevent the illegal and illicit trafficking of narcotics through the Illinois Tollway corridor. We currently have four canines serving District 15.
2,3	Continued to partner with Tollway engineers and the Traffic and Incident Management System (TIMS) center, utilizing intelligence-led policing concepts to promote public safety by improving in the four areas of traffic safety: education, enforcement, engineering and emergency medical services.
2	Acquired and replaced the District 15 inventory of emergency vehicle lighting. The replacement and upgrade increased the capabilities and significantly reduce maintenance cost of the aging lighting hardware.
2,3,4	Acquired a cleaning and maintenance contract for the District 15 range to include filter replacement. The annual contract provides a safe and healthier work environment and reduces lead exposure to personnel.
2	Reduced fatalities and serious injury accidents through strong enforcement of vehicle code violations and providing 24-hour coverage in active construction zones.
1,2,3	Added 15 new Troopers to the district to support the ISP mission of public safety, education, and enforcement.

EXHIBIT 54-1

2021 GOALS AND OUTCOMES

Outcomes	Illinois State Police District 15 - 2021 Goals/Objectives
2,3	Continue to reduce fatalities and serious injury accidents by strong enforcement of “fatal four” violations: DUI, speeding, occupant restraints, move over law, and distracted driving. This includes stringent motor carrier safety enforcement.
2	Acquire new Tasers to replace outdated equipment to improve officer and public safety through “less than lethal” options.
2,3	Improve officer safety and tactics by sending officers to additional training courses, specializing in threat assessments, tactical skills and de-escalation techniques.
2,3	Obtain license plate reader (LPR) technology to aid in the detection and apprehension of stolen/wanted vehicles and individuals and to assist in investigations.
2,3	Build new training facility to replace outdated facility. Increase job related training, officer safety, physical fitness, physical skills and classroom training.

EXHIBIT 54-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Administration Secretary	1	1	1
Crash Report Call Taker	1	1	1
Executive Secretary	1	1	1
Information Processor Operator	5	5	5
Investigations Secretary III	1	1	1
Police Records Analyst	1	1	1
Police Records Specialist	1	1	1
Police Records Specialist/Courts	2	2	2
Support Services Manager	1	1	1
Support Services/Assistant Time Keeper	1	1	1
Video Surveillance Supervisor	1	1	1
TOTAL	16	16	16

Note: Headcount does not include sworn personnel

EXHIBIT 55

PAGE INTENTIONALLY LEFT BLANK

INFORMATION TECHNOLOGY DEPARTMENT

SUMMARY

The Information Technology Department is responsible for planning, directing and controlling all information technologies and telecommunications, as well as providing the Tollway with strategic guidance and user/client services.

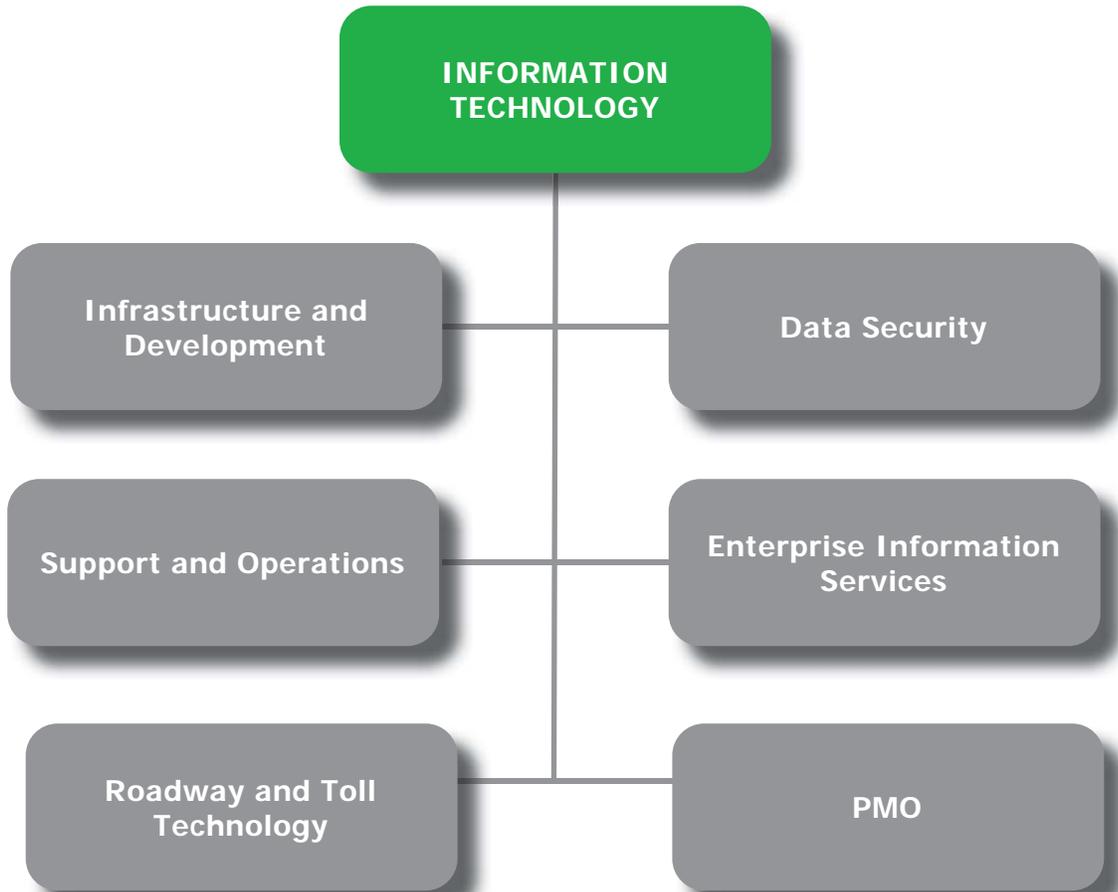


EXHIBIT 56

Information Technology



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$2,034,033	\$2,710,959	\$3,137,221	\$426,262	
FICA and Retirement	1,240,450	1,681,066	1,952,794	271,729	
Payroll Sub-Total	\$3,274,483	\$4,392,024	\$5,090,015	\$697,991	15.9%
Office Equipment - Maintenance	5,961,343	10,195,076	11,886,268	1,691,192	
Consulting Services	2,326,586	6,582,152	7,148,000	565,848	
Contracted Maintenance Service	524,335	990,000	1,290,000	300,000	
Outside Services	73,737	701,600	701,600	-	
Telephone	852,793	600,000	600,000	-	
Supplies - Operational	371	38,150	38,150	-	
Replacement Parts	9,641	22,200	32,000	9,800	
Supplies - Office	-	20,500	20,500	-	
Materials - Operational	-	10,000	10,000	-	
Employee Training	4,984	4,000	4,000	-	
Dues, Books and Subscriptions	2,995	2,500	2,500	-	
Printing and Publications	-	1,000	1,000	-	
Other Capital Equipment	-	1,000	1,000	-	
Postage and Express	600	600	600	-	
Tools and Equipment	-	600	600	-	
Travel	-	500	500	-	
Other Expenses	-	300	300	-	
Office Equipment	-	5,000	-	(5,000)	
Other Operating Sub-Total	\$9,757,384	\$19,175,178	\$21,737,018	\$2,561,840	13.4%
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$13,031,867	\$23,567,202	\$26,827,033	\$3,259,831	13.8%

EXHIBIT 57

The Fiscal year 2021 Budget request is \$26.8 million, an increase of \$3.3 million or 13.8 percent above the Fiscal year 2020 Budget amount. Total payroll is \$5.1 million and includes 44 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages increased by \$426 thousand compared to the 2020 Budget. This increase reflects additional positions as well as 2021 salary and wage adjustments.
- FICA and Retirement increased by \$272 thousand compared to the 2020 Budget due to additional positions, 2021 salary and wage adjustments and an increase in the average SERS Pension Contribution Rate from 54.36 percent to 54.596 percent.
- Office Equipment-Maintenance increased by \$1.7 million, due to new and ongoing software maintenance and support for the entire tollway that was done at the department level in 2020.
- Consulting Services increased by \$565 thousand, for software upgrades such as Unisys, Kronos, ERP and RSM.

- Contracted Maintenance Service increased by \$300 thousand due to a need for PCI audit and Disaster Recovery evaluations.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS

Outcomes	Information Technology - 2020 Accomplishments
2,3	Continued Enterprise Resource Planning (ERP) Project implementation efforts (i.e. payroll, time and attendance, human capital management).
2	Continued to support Tollway enterprise initiatives.
2	Continued to perform cybersecurity assessments, remediation activities and enhancements.
2,3	Completed replacement of PC-based workstations and unsupported operating systems with newer, more secure workstations/OS.
2,3	Completed upgrade of radio infrastructure to accommodate interoperability with local municipalities.
2,3	Completed installation of outfitting the current fleet of Illinois State Police District 15 cars and Highway Emergency Lane Patrol (H.E.L.P.) trucks with high-definition cameras.
2,3	Completed Tollway wireless infrastructure implementation, including wireless wide area network (WWAN) and wireless local area network (WLAN).
2,3	Completed migration of email to Office 365 cloud.
2,3	Upgraded and enhanced Customer Service Call Center infrastructure allowing for remote workforce and enhanced overall security.
2	Implemented IT Governance policies, processes and procedures.
2,3	Completed Phase I of the Enterprise Technology Consolidation Initiative.

EXHIBIT 58-1

2021 GOALS AND OUTCOMES

Outcomes	Information Technology - 2021 Goals/Objectives
2,3	Continue Enterprise Resource Planning (ERP) Project implementation efforts (i.e. payroll, time and attendance, human capital management).
2	Continue to support Tollway enterprise initiatives.
2	Continue to perform cybersecurity assessments, remediation activities and enhancements.
2,3	Begin Phase II of the Enterprise Technology Consolidation Initiative
2,3	Complete Phase I of Enterprise Risk Management Program.
2	Establish a new technology service platform.

EXHIBIT 58-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Application Developer Manager	1	1	1
Chief of Information Technology	1	1	1
Communications Equipment Operator	1	0	0
Computer Operator	1	1	1
Data Center Operations Manager	1	1	1
Deputy Chief of Business Systems	1	1	1
Deputy Chief of IT - Infrastructure and Development	1	1	1
Deputy Chief of Roadway & Toll Technology	0	0	1
Deputy Chief of Security	1	1	1
Deputy Manager Strategic Initiatives	0	0	0
Desktop Support Technician	3	3	5
Enterprise Customer Service Manager	0	1	1
Enterprise Information Services Manager	1	1	1
Executive Secretary	1	1	1
General Manager of Contract Management	0	0	1
IT Business Development Coordinator	1	1	1
IT Special Projects Coordinator	0	0	1
Net Developer	0	1	1
Network Administrator	0	1	2
Network Manager	0	1	1
Network Support Manager	1	1	1
Network Technician	1	1	1
PBX Technician	1	1	1
Project Manager	0	1	1
SAP Functional Expert	0	0	1
Secretary III	1	0	0
Security Administrator	1	1	3
Senior Computer Operator	1	1	1
Senior Project Manager	0	0	1
Senior Manager of Strategic Initiatives	0	0	0
Senior Software Engineer	2	1	1
Senior Systems Analyst	4	3	3
Sr Manager of Roadway Technology	0	0	1
System Mainframe Developer	0	0	1
SharePoint Developer	0	1	0
System Administrator	2	3	5
Systems Architecture and Engineering Manager	1	0	0
TOTAL	29	31	44

PAGE INTENTIONALLY LEFT BLANK

INTERNAL AUDIT

SUMMARY

The Internal Audit Department promotes accountability and integrity by conducting independent audits and reviews regarding the efficiency and effectiveness of Tollway operations. The Internal Audit Department is responsible for recommending improvements and changes that increase the economy, efficiency and effectiveness of Tollway projects and processes. It advises departments on techniques, controls and best practices for mitigating risks, while promoting the highest professional and ethical standards in the issuance and oversight of contracts and ensures accountability and integrity in the handling of public revenues received by the Tollway.



INTERNAL
AUDIT

EXHIBIT 60



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$311,682	\$538,138	\$700,150	\$162,012	
FICA and Retirement	183,671	333,699	435,815	102,116	
Payroll Sub-Total	\$495,353	\$871,837	\$1,135,965	\$264,128	30.3%
Employee Training	8,045	17,500	20,000	2,500	
Travel	4,282	2,500	4,000	1,500	
Dues, Books and Subscriptions	1,260	2,500	3,500	1,000	
Supplies - Office	361	2,500	3,000	500	
Office Equipment	523	800	1,200	400	
Telephone	159	400	500	100	
Consulting Services	152,908	150,000	-	(150,000)	
Other Operating Sub-Total	\$167,538	\$176,200	\$32,200	(\$144,000)	(81.7%)
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$662,890	\$1,048,037	\$1,168,165	\$120,128	11.5%

EXHIBIT 61

The Fiscal Year 2021 Budget Request is \$1.2 million, an increase of \$120 thousand or 11.5 percent above the Fiscal Year 2020 Budget amount. Total payroll is \$1.1 million and includes 8 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages increased by \$162 thousand compared to the 2020 Budget. This increase reflects additional positions and 2021 salary and wage adjustments.
- FICA and Retirement increased by \$102 thousand compared to the 2020 Budget due to the average SERS Pension Contribution Rate increased from 54.36 percent to 54.596 percent.
- Consulting Services decreased by \$150 thousand for auditing services in 2021 due to hiring of additional staff.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS

Outcomes	Internal Audit - 2020 Accomplishments
1,3,4	Cycle Audits – Completed required cycle audits including Administrative Support Services, Budgeting, Accounting and Reporting; Revenues and Receivables; Property, Equipment, and Inventory; Electronic Data Processing; Petty Cash; and Grant Administration.
1,3,4	Fiscal Control and Internal Auditing Act (FCIAA) requirements - Completed all administrative requirements set forth within the Fiscal Control and Internal Auditing Act, including, but not limited to, development of the two-year plan, presentations to the Board and Executive management on Internal Audit activities, completion of the annual certification letter to the Auditor General of the State of Illinois.
1,3,4	Audit Follow-Up - Performed follow procedures on all open audit findings in addition to 2019 internal and external audit findings and presented the results to management.
3,4	External Audit Coordination – Coordinated the external audits for the compliance examination, Payment Card Industry (PCI) assessment and other outsourced assurance reviews.
1,3,4	Additional Audits – Performed additional risk-based audits on Tollway operations and/or vendors.
1,3,4	Performed audit activities that have helped the Tollway safeguard assets; promote accountability; ensure compliance with laws, regulations, policies, procedures, generally accepted industry standards and verify the accuracy and reliability of accounting data.
3,4	Consulting Services - Provide consulting services to various departments, management levels, and on Tollway electronic data processing systems to add value and improve governance, risk management, and control processes.
3,4	Developed and sustained collaborative relationships with administration and other key stakeholders.
1,3,4	Coordinated reviews of Tollway construction activities to ensure compliance with laws and regulations, internal policies, and industry best practices.
1,3,4	Assisted with the implementation of a Tollway enterprise risk management program and the establishment of a Sarbanes Oxley (SOX) control environment.
1,3,4	Audit recommendations identified ways to maximize revenues or identify opportunities for new revenue or cost savings, manage or use its resources in an economical and efficient manner, and identified causes for inefficiencies or uneconomical practices.

Outcomes	Internal Audit - 2020 Accomplishments
3,4	Continued to advise on internal controls for the development of systems and business processes that will provide opportunities for operational improvement and efficiencies.
1,3,4	Continued recurring goals and objectives including timely completion of scheduled audits, reviews and special projects, performance of follow-up reviews, staff training and career development.
3,4	Reported audit results to senior management and the Audit Committee of the board Ensured communication with the Audit Committee was effective in addressing requirements.
3,4	Examined existing systems and activities to evaluate efficient and effective use of resources, accomplishment of goals and objectives, reliability of information, accuracy of records, compliance with policies and procedures and integrity of controls.

EXHIBIT 62-1

2021 GOALS AND OUTCOMES

Outcomes	Internal Audit - 2021 Goals/Objectives
1,3,4	Complete required cycle audits including Administrative Support Services, Budgeting, Accounting and Reporting; Revenues and Receivables; Property, Equipment, and Inventory; Electronic Data Processing; and Grant Administration.
1,3,4	Perform additional noncyclical audits based on annual risk assessment results and management request.
3,4	Coordinate with external auditors and Tollway management on various audit engagements to ensure proper communication and efficiency.
1,3,4	Provide consulting services on system implementations, data analysis, and other areas of management, as requested, to help add value and improve governance, risk management, and control processes.
1,3,4	Ensure all staff pursue continuous professional development to increase ethical standards and proficiency expected within the profession of internal auditing.
3,4	Perform audits and provide other services to assist the Tollway in achieving the highest effectiveness and efficiency with integrity.
3,4	Promote compliance with laws, regulations, policies, procedures, rules, and agreements through reviews and analyses of the Tollway’s services and activities.
3,4	Continue to assess internal controls for the development of systems and businesses.

EXHIBIT 62-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Chief Internal Auditor	1	1	1
Executive Secretary	0	0	1
Internal Audit Manager	1	1	2
Internal Auditor	2	2	2
Secretary III	1	1	0
Senior Construction Auditor Manager	0	1	0
Senior Internal Auditor	0	0	2
TOTAL	5	6	8

EXHIBIT 63

PAGE INTENTIONALLY LEFT BLANK

LEGAL

SUMMARY

The Legal Department, which is a bureau of the Office of the Attorney General of the State of Illinois, provides all legal services required by the Tollway, including matters involving contract preparation, financing operations, real estate acquisition, procurement, construction activities, employee and labor relations and workers’ compensation. The General Counsel reports to the Illinois Attorney General, the Tollway’s Chief Executive Officer and the Tollway’s Executive Director.

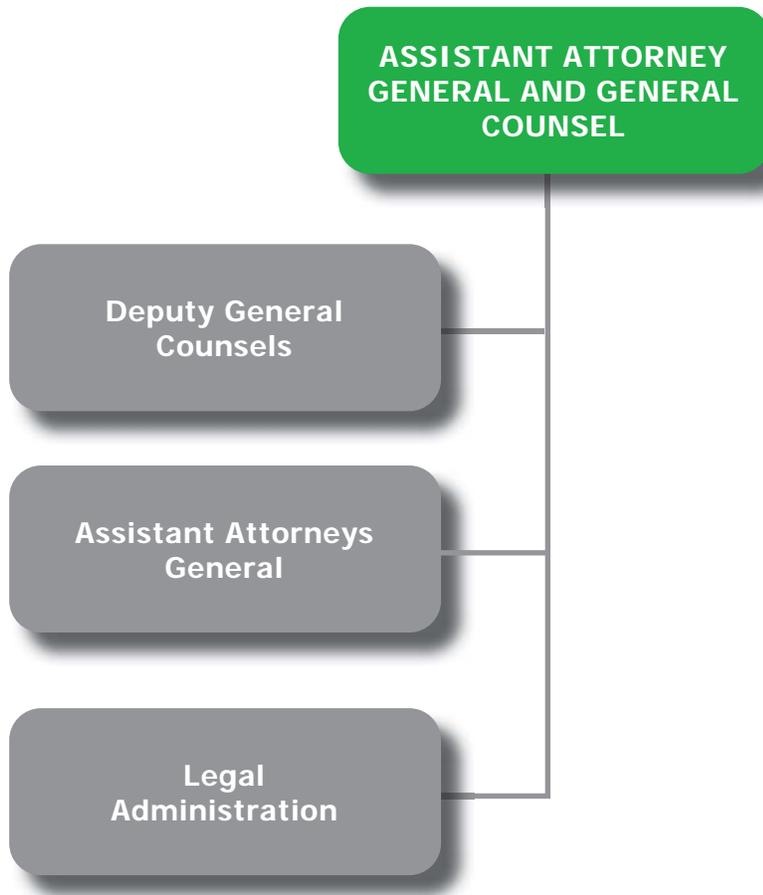


EXHIBIT 64



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$876,444	\$1,050,390	\$982,726	(\$67,664)	
FICA and Retirement	\$543,066	\$651,194	\$611,708	(\$39,486)	
Payroll Sub-Total	\$1,419,510	\$1,701,584	\$1,594,434	(\$107,150)	(6.3%)
Consulting Services	-	-	200,000	200,000	
Outside Services	167,539	200,000	200,000	-	
Other Expenses	50	3,000	2,000	(1,000)	
Travel	2,169	5,500	-	(5,500)	
Employee Training	1,780	6,000	-	(6,000)	
Dues, Books and Subscriptions	3,959	7,000	-	(7,000)	
Supplies - Office	-	5,000	-	(5,000)	
Postage and Express	1,900	2,500	-	(2,500)	
Other Operating Sub-Total	\$177,397	\$229,000	\$402,000	\$173,000	75.5%
Recovery of Expenses	(2,219)	(5,000)	(5,000)	-	
DEPARTMENT TOTAL	\$1,594,687	\$1,925,584	\$1,991,434	\$65,850	3.4%

EXHIBIT 65

The Fiscal Year 2021 Budget Request is \$2 million, an increase \$66 thousand or 3.4 percent above the Fiscal Year 2020 Budget amount. Total payroll is \$1.6 million and includes 10 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages decreased by \$68 thousand compared to the 2020 Budget due to eliminating one position.
- FICA and Retirement decreased by \$39 thousand compared to the 2020 Budget due to reduced headcount offset by an increase in the average SERS Pension Contribution Rate from 54.36 percent to 54.596 percent.
- Consulting Services increased by \$200 thousand for outside counsel providing consulting services.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS

Outcomes	Legal - 2020 Accomplishments
3	Provided counsel regarding transition to invoicing and implementation of amnesty program.
3	Continued management and defense of Tollway litigation.
3	Oversaw and resolved new bond matters.
3	Oversaw developments in land acquisition matters in coordination with Planning.
2,3	Completion of contracts in support of I-490 Tollway Project and Central Tri-State Tollway (I-294) Project.
2,3	Provided counsel regarding various contracts relating to I-490 Tollway Project and Central Tri-State Tollway (I-294) Project.
1,3	Provided counsel regarding Tollway management and operational processes.

EXHIBIT 66-1

2021 GOALS AND OUTCOMES

Outcomes	Legal - 2021 Goals/Objectives
3	Manage and defend Tollway litigation.
3	Manage legal issues relating to bond issuances.
2,3	Manage developments in land acquisition matters.
1,3	Provided counsel regarding Tollway management and operational processes.

EXHIBIT 66-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Assistant Attorney General	2	4	3
Deputy General Counsel	1	1	1
Executive Secretary	1	1	1
General Counsel	1	1	1
Legal Secretary III	1	1	1
Property Management/Paralegal	1	1	1
Senior Assistant Attorney General	4	2	2
TOTAL	11	11	10

EXHIBIT 67

OFFICE OF THE INSPECTOR GENERAL

SUMMARY

The Office of the Inspector General (OIG) was created by statute (605 ILCS 10/8.5) to provide independent oversight essential to maintain public trust in the Illinois Tollway. OIG's mission is to foster effectiveness and efficiency in Tollway administration and operations by promoting integrity and accountability of the Tollway Board, Tollway employees, contractors and vendors. In furtherance of its mission, OIG works to detect, deter and prevent fraud, waste, abuse, corruption, misconduct and mismanagement. OIG reviews Tollway procedures and conducts investigations of alleged violations of law, rule or regulation and gross or aggravated misconduct or mismanagement. OIG reports its findings and makes recommendations to the Tollway Board and Tollway management, and provides public semi-annual reports of its activities and recommendations to the Illinois Governor and General Assembly.

INSPECTOR GENERAL

EXHIBIT 68

Office of the Inspector General



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$516,751	\$694,382	\$689,113	(\$5,269)	
FICA and Retirement	306,562	430,574	428,945	(1,629)	
Payroll Sub-Total	\$823,313	\$1,124,956	\$1,118,058	(\$6,898)	(0.6%)
Employee Training	474	8,000	8,000	-	
Dues, Books and Subscriptions	9,990	8,000	8,000	-	
Office Equipment - Maintenance	-	8,000	5,000	(3,000)	
Supplies - Office	-	3,000	2,500	(500)	
Office Equipment	-	1,000	800	(200)	
Travel	-	2,000	500	(1,500)	
Supplies - Operational	-	500	500	-	
Postage and Express	129	400	200	(200)	
Printing and Publications	20	50	50	-	
Tools and Equipment	-	50	50	-	
Other Operating Sub-Total	\$10,613	\$31,000	\$25,600	(\$5,400)	(17.4%)
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$833,926	\$1,155,956	\$1,143,658	(\$12,298)	(1.1%)

EXHIBIT 69

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- The Fiscal Year 2021 Budget Request is \$1.1 million, a decrease of \$12 thousand or 1.1 percent below the Fiscal Year 2020 Budget amount. Total payroll is \$1.1 million and includes 8 positions.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS

Outcomes	Inspector General - 2020 Accomplishments
2,3,4	Conducted investigations and reviews and issued reports with detailed findings and recommendations for addressing employee performance issues and improving policies and procedures in such areas as hiring, outside employment, work location assignments, vehicle use and overtime.
2,3,4	Collaborated with Information Technology and Procurement to develop RFP for new workflow and case management system that will improve OIG operational efficiency and reduce reliance on paper.
1,2,3	Provided investigative assistance to outside law enforcement agencies and other inspectors general offices to facilitate investigative and prosecutorial efforts.
2,3	Collaborated with the Ethics Officer and Legal to provide conflict of interest guidance and review for Board members.
2,3	Collaborated with Internal Audit to promote Tollway understanding and use of data analytics.
2,3	Received introduction and training on Tollway databases such as the ATS, NeoGov, LCP Tracker and B2GNow.
3,4	Enhanced use of technology to promote remote work such as video conferencing, electronic file sharing, electronic signature and scanning to reduce paper use.

EXHIBIT 70-1

2021 GOALS AND OUTCOMES

Outcomes	Inspector General - 2021 Goals/Objectives
2,3	Continue to conduct reviews and investigations as provided by statute and provide timely reports outlining findings with recommendations to address concerns identified.
2,3	Develop and implement new outreach methods and efforts to ensure that Tollway employees, vendors and the public understand Office of the Inspector General’s mission and know how to report matters.
2,3	Promote enhanced awareness, disclosure and avoidance of conflicts of interest on Tollway operations.

Outcomes	Inspector General - 2021 Goals/Objectives
3	Continue to improve remote work processes to enhance efficiency and ensure timeliness of investigations and reviews.
3	Ensure all staff maintain appropriate certifications and pursue continuous professional development necessary for proficiency expected of a professional investigative office.
3,4	Leverage technology solutions to enhance internal operational efficiency and reduce reliance on paper. Identify ways the Tollway can improve and/or mitigate environmental impact of operations and activities.

EXHIBIT 70-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Administrative Assistant	1	1	0
Deputy Inspector General	1	1	1
Executive Secretary	0	0	1
General Manager Investigations	0	0	1
Inspector General	1	1	1
Investigator I	3	4	2
Investigator II	0	0	2
Investigator - Auditor	1	0	0
Senior Investigator	1	1	0
TOTAL	8	8	8

EXHIBIT 71

PAGE INTENTIONALLY LEFT BLANK

PLANNING

SUMMARY

The Department is responsible for strategic programming and planning, intergovernmental agreements, environmental resource management and planning, landscaping/aesthetics, geographic information system (GIS), legislation and policy, community relations, utilities and permits, and property and real estate management. This department plays an integral part in the local, regulatory and agency coordination which supports the advancement of capital projects. The Planning Department leads the regional and long-range planning efforts by collaborating with various state, regional and local transportation and planning organizations, as well as numerous transportation, planning and environmental advocacy organizations.

Planning staff also develops and maintains systemwide GIS applications and manages the Traffic Engineer. The Traffic Engineer conducts traffic and revenue analysis to be compliant with Trust Indenture requirements.



EXHIBIT 72



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$1,351,011	\$1,400,035	\$1,376,677	(\$23,358)	
FICA and Retirement	806,410	868,162	856,927	(11,235)	
Payroll Sub-Total	\$2,157,421	\$2,268,197	\$2,233,604	(\$34,593)	(1.5%)
Contracted Maintenance Service	671,248	1,300,000	1,200,000	(100,000)	
Consulting Services	366,676	420,000	430,000	10,000	
Dues, Books and Subscriptions	66,073	63,000	63,000	-	
Travel	12,300	15,000	15,000	-	
Supplies - Office	-	15,000	15,000	-	
Employee Training	2,705	6,000	6,000	-	
Telephone	3,062	3,600	3,600	-	
Office Equipment - Maintenance	21	9,600	800	(8,800)	
Supplies - Operational	50	150	150	-	
Diversity Programs and Outreach	2,294	-	-	-	
Other Operating Sub-Total	\$1,124,430	\$1,832,350	\$1,733,550	(\$98,800)	(5.4%)
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$3,281,851	\$4,100,547	\$3,967,154	(\$133,393)	(3.3%)

EXHIBIT 73

The Fiscal Year 2021 Budget Request is \$4 million, a decrease of \$133 thousand or 3.3 percent below the Fiscal Year 2020 Budget amount. Total payroll is \$2.2 million and includes 31 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Contracted Maintenance decreased by \$100 thousand, G4S contract estimated lower due to historical trends.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS - PLANNING

Outcomes	Planning - 2020 Accomplishments
1,2,3	Collaborated with peer agencies to advance more than 40 intergovernmental agreements for acquiring land, partnering on cost share projects, leveraging Tollway, state and local funding to secure federal funds adding new interchanges and establishing future inter-governmental cooperation.
3	Conducted nearly 300 in person or virtual stakeholder and community outreach events to collect, disseminate and educate elected officials, partner agencies, Tollway customers, property owners and the public on the status of various capital projects.
3	Developed and deployed a virtual public meeting room to share project information and gather feedback on the Central Tri-State Tollway (I-294) Project.
2,3	Continued the development and deployment of web-based geographic information systems applications to enhance efficiencies for managing the acquisition of right-of-way, review of lane closure requests, identification of utilities and fiber within Tollway right-of-way, issue overweight/over dimension trucking permits and electronic dissemination of historic roadway plans.
1,2,3	By the end of 2020, the department will have acquired nearly 100 parcels of land for capital improvement projects.
1,3	Conducted a right-of-way inventory analysis to identify potential excess that can be remarketed or sold in accordance with Tollway policy. This may provide an opportunity to promote economic development and generate income on underutilized assets.
3,4	Continued to identify and advance environmental and sustainability initiatives to comply with Tollway’s sustainability policy. Initiatives include chloride reduction initiatives to improve water quality, regional stormwater management partnerships to address flooding, continued advancement of a systemwide tree planting and native planting initiatives for improving air quality and biodiversity.
3,4	Completed regional wetland mitigation projects to offset project impacts, enhance biodiversity, expand trail systems and improve water quality. Agency identified internationally in 2020 for social responsibility associated with current capital program trail expansion and integration efforts.
1,3,4	Partnered with state, county and municipal agencies enhance aesthetics and gateways along the Illinois Route 390 Tollway corridor from Hanover Park to Bensenville.
1,2,3,4	Collaborated with state and local regional transportation agencies, planning organizations and advocacy organizations to advance projects and adopt initiatives in the CMAP 2050 Regional Plan.

Outcomes	Planning - 2020 Accomplishments
1,2,3	Researched and identified potential new partnerships and grant funding opportunities to support the continued delivery of the capital program and to advance statewide technology and economic development goals.
1,2,3,4	Continued planning activities and needs assessments for the 2021-2030, 10-year capital program.
1,2,3	Initiated several technology pilot projects to assess preparedness for connected and autonomous vehicles and use of 3rd party traffic and congestion monitoring data.
1,2,3	Issued a Request for Information to assess future partnership opportunities to maximize the use of Tollway right-of-way to contribute to infrastructure needs and support economic development.

EXHIBIT 74-1

2021 GOALS AND OUTCOMES - PLANNING

Outcomes	Planning - 2021 Goals/Objectives
1,2,3,4	As required by the Toll Highway Act, submit to the Illinois General Assembly a 2021-2030, 10-year capital program.
1,2,3,4	Issue a Request for Proposals to explore opportunities to partner with public or private entities to invest in areas within, or along, the Tollway right-of-way to contribute to infrastructure needs, support economic development or redevelopment in areas that have been impacted by disinvestment. The intended outcome is to improve operations, access and customer service for Tollway customers, as well as to support the state in its mission to drive equitable growth and align public and private investment to connect the region.
1,2,3	Seek opportunities collaborate with logistic and freight providers and support commercial vehicle operator needs, such as parking, improved permitting, enhanced messaging and infrastructure operational improvement.
1,2,3	Seek partnership and grant opportunities to leverage investments for regional mobility, improved access, freight movement and economic development along the Tollway system.
1,2,3	Continue focus on advancing and completing multiple intergovernmental agreements (IGAs) for the Central Tri-State Tollway (I-294) Project and I-490 Tollway Project impacting federal, state, county and local agencies utilizing technological advances afforded to us by Tollway leadership.
4	Continue to implement the Systemwide Landscape Master Plan and native plantings to support biodiversity and habitat creation/preservation.
2,3	Continue to advance recommendations from the Geographic Information System (GIS) Master Plan to consolidate electronic data sets across departments and develop a graphic-based data sharing interface for the agency. This effort will increase efficiency and accuracy of data by ensuring that consistent and latest data is being used by all departments.
2,3	Continue to seek opportunities to develop and deploy GIS based programs to improve efficiencies and consolidate data into electronic, searchable databases.

Outcomes	Planning - 2021 Goals/Objectives
2,3	Continue to acquire all necessary right-of-way and permits for Tollway capital projects.
1,2,3	Seek innovative partnerships for economic development opportunities associated with the Central Tri-State Tollway (I-294) Project and the I-490 Tollway Project.
1,2,3,4	Continue to coordinate with RTA, Pace Suburban Bus and local communities to identify opportunities for integrating transit service along the Tri-State Tollway (I-294) and Illinois Route 390 Tollway/I-490 Tollway.
2,3	Seek opportunities to implement and expand truck parking to support the needs of the trucking industry.
1,2,3	Continue to support staff professional development and participation in national, regional and local peer exchanges for employee development and retention, as well as best practices for planning, design, construction and operations.
1,2,3,4	Collaborate with the Illinois Department of Transportation on the advancement and development of joint projects included in the state and Tollway capital programs.

EXHIBIT 74-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Budget and Data Administrator	1	1	1
Chief Planning Officer	1	1	1
Community Relations Corridor Coordinator	1	1	1
Community Relations/Outreach Manager	1	1	1
Deputy Chief of Planning	0	0	1
Engineering Project Liaison	1	1	1
Environmental Planner	1	1	1
Environmental Policy and Program Manager	1	1	1
Executive Permit & Utility Manger	0	1	1
Executive Secretary	1	1	1
Fiber Optic Utilities Relocation Manager	1	1	1
Finance & Administration Management Trainee	1	1	1
Geometrics Engineer	1	1	1
GIS Support Specialist	1	1	1
GIS Systems Manager	1	1	1
Government & Legislative Affairs Manager	0	0	1
Intergovernmental Agreement (IGA) Manager	1	1	1
Land Acquisition Manager	1	1	1
Manager of Govt Int Policy & Planning	1	1	0
Overweight/Over Dimension Permit Tech	1	1	1
Project Manager/Engineer	1	1	1
Property Specialist	1	1	1
Relocation and Acquisition Specialist	1	1	1
Senior Environmental Planner	1	1	1
Senior Landscape Architect	1	1	1
Senior Manager of Strategic Planning	1	1	0
Senior Project Engineer	2	2	2
Senior Project Manager	1	1	1
Traffic and Revenue Analyst	1	1	1
Transportation Planner	1	1	1
Utilities/IGA Coordinator	1	1	1
Utility & Permit Administrator	1	0	0
Utility Technician	1	1	1
TOTAL	31	31	31

EXHIBIT 75

PROCUREMENT

SUMMARY

The Procurement Department is responsible for agencywide procurement for all goods, services, construction, and all professional services including engineering and design. In addition, the procurement department will ensure all contracts are in compliance with stated goals, deliverables and obligations.

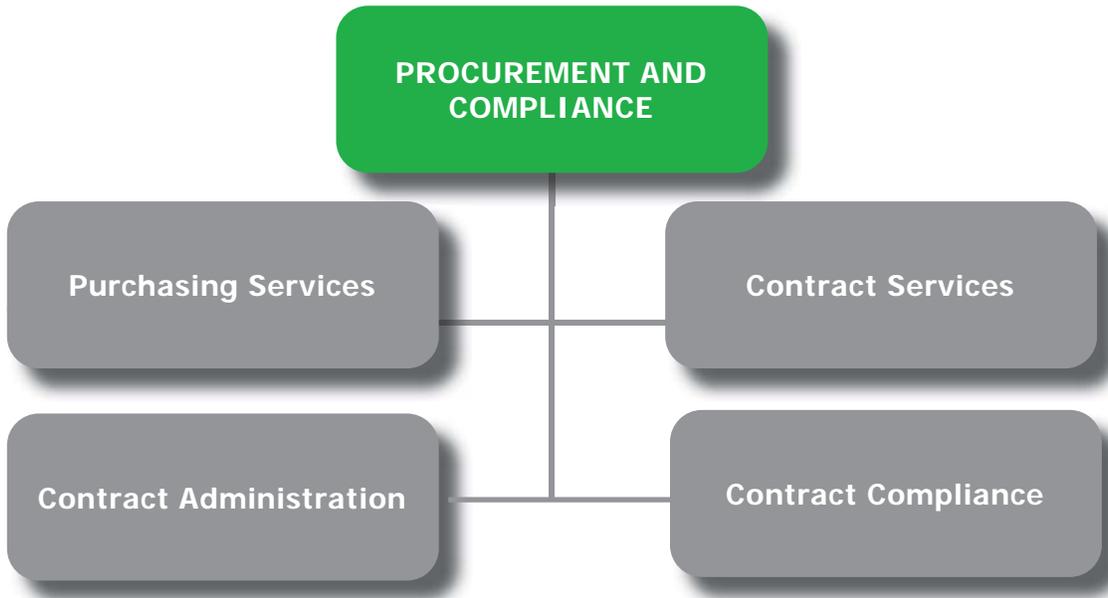


EXHIBIT 76



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$1,464,759	\$1,978,158	\$1,906,452	(\$71,706)	
FICA and Retirement	872,533	1,226,656	1,186,690	(39,966)	
Payroll Sub-Total	\$2,337,291	\$3,204,814	\$3,093,142	(\$111,671)	(3.5%)
Employee Training	620	1,000	45,800	44,800	
Supplies - Office	540,522	20,000	22,000	2,000	
Travel	227	1,000	19,000	18,000	
Office Equipment - Maintenance	12,333	-	6,500	6,500	
Uniforms and Accessories	124,670	-	5,000	5,000	
Dues, Books and Subscriptions	580	1,000	3,000	2,000	
Supplies - Operational	425,439	1,000	2,000	1,000	
Outside Services	27,774	2,000	2,000	-	
Telephone	1,790	1,500	1,900	400	
Printing and Publications	15,252	300	300	-	
Other Expenses	1,077	300	300	-	
Tools and Equipment	7,571	-	-	-	
Other Capital Equipment	-	85,000	-	(85,000)	
Materials - Operational	327,071	-	-	-	
Replacement Parts	1,230,291	375	-	(375)	
Fuels and Oils	7,898	-	-	-	
Other Operating Sub-Total	\$2,723,113	\$113,475	\$107,800	(\$5,675)	(5.0%)
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$5,060,404	\$3,318,289	\$3,200,942	(\$117,346)	(3.5%)

EXHIBIT 77

The Fiscal Year 2021 Budget Request is \$3.2 million, a decrease of \$117 thousand or 3.5 percent below the Fiscal Year 2020 Budget amount. Total payroll is \$3.1 million and includes 53 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages decreased by \$72 thousand compared to the 2020 Budget.
- FICA and Retirement decreased by \$40 thousand compared to the 2020 Budget. The average SERS Pension Contribution Rate increased from 54.36 to 54.596 percent.
- Other Capital Equipment decreased \$85 thousand due to purchase in 2020 of new procurement tracking software to support SAP and BidBuy.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS

Outcomes	Procurement - 2020 Accomplishments
3	Centralized the procurement function and restructured department.
3	Created an in-house Contract Compliance team to implement effective oversight and monitoring of diversity goal commitments on construction, professional engineering services and goods and services contracts.
3	Revised QBS process for professional engineering services SOI scoring and evaluation to include and increase contract compliance, diversity and operations participation.
3	Created Procurement and Compliance Procedures Manual and Internal Process Guides.
3	Automated certified payroll process for construction contracts and implemented lien waiver and sworn statement requirements to ensure payment to subcontractors/subconsultants and appropriate employee wage payments.
3	Included Contract Compliance team in the payment approval process for construction and professional engineering services contracts to ensure diversity goal compliance prior to payment.
3	Automated contract compliance reporting processes and forms, including EEO workforce reporting form, DBE final payment reporting form and DBE/Veteran Utilization Plan for COs, EWOs and supplementals.
3	Implemented cost savings and transparency initiatives including goods and services independent cost estimates and contract negotiations on renewals and amendments and the addition of active contracts to Tollway’s website.
3	Implemented internal and external procurement trainings for department staff, facilitated by department trainers and procurement industry organizations.
3	Initiated redesign of procurement ERP process flows for critical warehouse contracts, including office supplies and auto parts, resulting in increased efficiencies in delivery.

EXHIBIT 78-1

2021 GOALS AND OUTCOMES

Outcomes	Procurement- 2021 Goals/Objectives
3	Increase diversity goal and EEO contract compliance.
3	Include Contract Compliance team in the payment approval process for goods and services contracts to ensure diversity goal compliance prior to payment.
3	Implement 2020 Disparity Study recommendations for construction, professional engineering services and goods and services contracts and update contract special provisions accordingly.
3	Reduce procurement processing times.
3	Automate procurement processes for proposal and SOI evaluation, bid receipt, bid analysis and contract management to align with procurement industry best practices.
3	Increase vendor and user department trainings on procurement and contract compliance processes and systems.
3	Increase staff trainings and industry certifications.
3	Increase collaborative efforts with relevant user departments to Increase solicitation responses.
3	Implement new requirement for early retainage release for subcontractors.
3	Align ERP workflows and processes with procurement industry best practices for contract releases and requisition input.

EXHIBIT 78-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Accounts Payable Specialist	1	1	0
BEP Program Manager	0	0	1
Buyer	3	3	1
Chief of Contract Compliance	0	1	1
Chief of Contract Services	0	1	1
Chief of Procurement	1	1	0
Chief Procurement & Compliance Officer	0	1	1
Contract Administrator	5	5	0
Contract Compliance Analyst	0	0	10
Contract Specialist	1	1	4
Contracts Analyst	2	3	5
Contracts Manager	0	0	1
DBE Program Manager	0	0	1
Deputy Chief of Contract Compliance	0	0	1
Deputy Chief of Procurement	1	1	2
Document Control Manager	1	1	1
Engineering Document Administrator	1	1	0
Executive Secretary	2	2	3
General Manager of Contract Services	0	1	0
Information Processing Operator	2	2	1
Procurement & Construction Service Manager	0	0	1
Project Administrator	1	1	0
Purchasing Coordinator	1	1	1
Purchasing Services Manager	1	1	1
Purchasing Supervisor	2	2	0
Senior Buyer	9	9	6
Senior Contract Negotiator	0	0	7
Senior Manager of Program Development	0	0	1
Senior Procurement Training Specialist	0	0	2
TOTAL	34	39	53

EXHIBIT 79

PAGE INTENTIONALLY LEFT BLANK

TOLL OPERATIONS

SUMMARY

The Operations Department is responsible for all aspects of public tolling and the associated support services through direct and indirect contact with the IPASS Business Center, Consumer Services, Toll Services and Cash Handling.

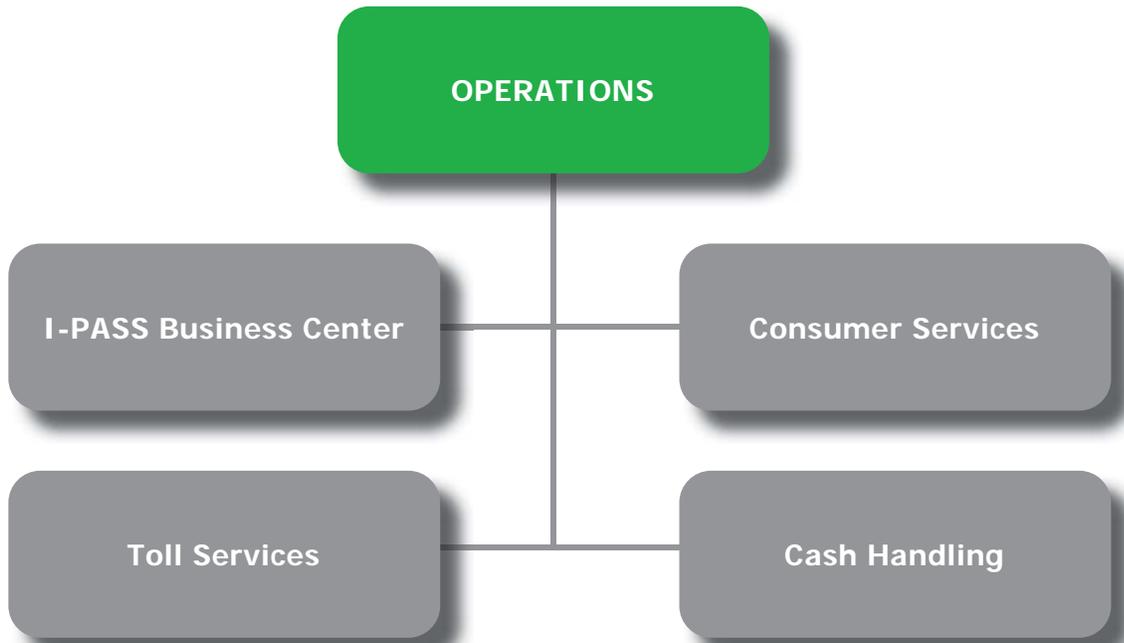


EXHIBIT 80



DEPARTMENT BUDGET

Major Account Description	2019 Actual Expenditures	2020 Budget	2021 Request	\$ Change from 2020 Budget	% Change from 2020 Budget
Salary and Wages	\$24,129,002	\$24,228,434	\$22,024,069	(\$2,204,365)	
FICA and Retirement	14,688,436	15,024,335	13,709,102	(1,315,233)	
Payroll Sub-Total	\$38,817,438	\$39,252,769	\$35,733,171	(\$3,519,598)	(9.0%)
Outside Services	33,705,270	34,536,823	36,017,000	1,480,177	
Utilities	4,919,824	5,100,000	5,100,000	-	
Telephone	1,625,783	2,414,977	1,803,400	(611,577)	
Office Equipment Rentals	361,108	385,164	404,544	19,380	
Supplies - Office	891	218,600	180,600	(38,000)	
Employee Training	2,070	193,900	174,000	(19,900)	
Other Expenses	104,032	204,100	146,600	(57,500)	
Contracted Maintenance Service	203,173	312,000	125,000	(187,000)	
Supplies - Operational	2,850	149,025	120,025	(29,000)	
Travel	56,315	90,150	70,150	(20,000)	
Printing and Publications	12,000	24,000	24,000	-	
Postage and Express	20,000	20,400	20,400	-	
Building Equipment	768	4,000	4,000	-	
Office Equipment	520	4,500	3,500	(1,000)	
Materials - Operational	-	350	350	-	
Office Equipment - Maintenance	958	2,000	-	(2,000)	
Replacement Parts	-	5,000	-	(5,000)	
Advertising and Promotion	-	500	-	(500)	
Uniforms and Accessories	134,469	225,000	-	(225,000)	
Tools and Equipment	-	700	-	(700)	
Other Capital Equipment	-	1,000	-	(1,000)	
Other Operating Sub-Total	\$41,150,029	\$43,892,189	\$44,193,569	\$301,380	0.7%
Recovery of Expenses	-	-	-	-	
DEPARTMENT TOTAL	\$79,967,467	\$83,144,958	\$79,926,740	(\$3,218,218)	(3.9%)

EXHIBIT 81

The Fiscal year 2021 Budget request is \$79.9 million, a decrease of \$3.2 million or 3.9 percent below the Fiscal year 2020 Budget amount. Total payroll is \$35.7 million and includes 375 positions.

MAINTENANCE AND OPERATIONS HIGHLIGHTS

- Salaries and Wages decreased by \$2.2 million compared to the 2020 Budget. This decrease reflects reducing headcount of formerly funded positions which are currently vacant.
- FICA and Retirement decreased by \$1.3 million compared to the 2020 Budget due to a reduction in headcount. Offset by the average SERS Pension Contribution Rate that increased from 54.36 percent to 54.596 percent.

- Outside Services increased by \$1.5 million compared to the 2020 Budget due to customer service increases in Image reviews and IPASS communications.
- Telephone decreased by \$612 thousand compared to 2020 budget due to 800 Megacom will be done through CMS.
- Contracted Maintenance decreased by \$187 thousand, this decrease due to reduction in person hearings.

KEY DEPARTMENTAL ACCOMPLISHMENTS, GOALS AND STRATEGIC OUTCOMES

1. Increase employment and attract, retain and grow businesses
2. Improve infrastructure and customer safety
3. Support basic functions of government
4. Promote environmental responsibility and culture

2020 ACCOMPLISHMENTS

Outcomes	Toll Operations - 2020 Accomplishments
2,3	Refined the global bidding process by using more detailed data analytics to better distribute staffing by plaza location and times to correspond to traffic volumes and alleviate weekend and other high traffic period traffic delays.
2,3	Continued operational initiatives realized a lower number of injured on job (IOJ) reported lost day cases. In 2019 the Toll Services division has recorded an average of 6 per month. In the first quarter of 2020 the Toll Services division has recorded an average of one (1) per month.
3	Update and document standard operating procedures and administrative directives for all divisions to document current practices and to reflect changes in practices.
3	Updated cash handling operations to expand services provided by staff to maximize employee efficiencies by reducing downtime. Continued streamlining truck routes using data analytics to monitor and track cash usage to maximize route efficiencies. Continued driver training to expand machine maintenance abilities.
3	Rolled out employee training program to expand the professional capabilities of departmental employees.
2,3	Rolled out and implemented payment and customer service aspects of TOLLING 2020, including COVID-19 related “.01 cent” invoices, standard invoices, Pay by Plate Initiate, and other changes in tolling payments.
2,3	Updated and enhanced customer service by redesigning the I-PASS Customer Service Center to increase efficiency and security. Reorganized the I-PASS division to focus on customer service and responsiveness. Enhanced and expanded training for staff and began using data analytics to monitor and respond to changes in customer queues, call wait times, dropped calls, response times, email response time and other customer requests to maximize staffing during peak call times and ensure customer contacts are timely responded to and the responses and documentation of interactions are accurate, appropriate and consistent with Tollway policy.

2021 GOALS AND OUTCOMES

Outcomes	Toll Operations - 2021 Goals/Objectives
2,3	Continue to identify hours where toll collection cash traffic has changed to more effectively align labor to higher traffic and revenue locations.
1,2,3	Coordinate with vendors to maximize staff utilization to meet the changes in tolling from the TOLLING 2020 Initiative. Develop a comprehensive internal and external customer service program for the Toll Services division. Ensure that vendors provide contracted services in a timely manner and actively manage the contracts to ensure compliance and deliverable are met. Implement data analytics to identify shortfalls in deliverables and employ internal staff to ensure timely processing of customer transactions.
1,2,3	As traffic patterns change and use of the alternate payment methods provided in TOLLING 2020 alter customer payment behavior, continue using data analytics to shift staffing to needed functions and positions to maximize efficiencies and job retention.
2	Continue to develop training and efficiencies both in the money room and operations on the road to promote job growth and effective and efficient operations. Expand training and internal job opportunities, including remote work locations, to employees into areas in need of additional staffing to perform image review, respond to customer emails, assist with customer requests for services, dispute resolution and other customer care issues.
2,3	Continue to expand and enhance avenues of customer communications to make it easier and quicker for customers to contact the Tollway and resolve customer service issues. Develop and expand responsiveness to customer calls, emails, customer requests for services, dispute resolution and other customer care issues. Develop and expand active management of customer services by utilizing data analytics and work product review to ensure quality customer service.
3	Continue to expand the use of current and emerging technologies to improve all functions of Operations. Expand the use of data analytics as a method for determining the overall performance health of the operations and develop responses to enhance efficiencies, accuracy of work product and accountability.

EXHIBIT 82-2

DEPARTMENT HEADCOUNT

Position Title	FY2019	FY2020	FY2021
Administrative Manager of Toll Services	1	1	0
Cash Handling Manager	1	1	1
Cash Handling Supervisor	2	2	2
Chief of Toll Operations	1	1	1
Coin Counter	15	13	12
Coin Counter/Money Truck Driver	2	2	2
Customer Service Analyst	2	2	2
Customer Service Inventory Specialist	1	1	2
Customer Service Inventory Supervisor	0	1	0
Customer Service Manager	3	4	4
Customer Service Representative	36	41	41
Deputy Chief of Operations	0	0	1
Director Electronic Tolling Initiatives	1	1	1
District Supervisor	4	4	2
Executive Office Administrator	0	0	1
Executive Secretary	1	1	1
General Manager of Toll Services	1	1	1
General Manager of Operation Quality Control & Oversight	0	0	1
General Manager of Tolling Logistics	0	0	1
I-PASS Coordinator	1	1	1
Lead Supervisor Money Room	1	0	0
Manager of Operation Quality Control & Oversight	0	0	1
Manager of Tolling Logistics	0	0	1
Money Room Clerk	1	1	0
Money Truck Drivers	9	7	7
Office Supervisor/Cash Handling	1	1	0
Plaza Manager	7	7	7
Plaza Supervisor	20	17	15
Project Administrator	2	2	2
Project Coordinator	1	1	1
Secretary III	2	2	2
Senior Manager of Customer Service	1	1	1
Senior Manager of Operations	0	0	1
Special Projects Manager	1	1	0
Toll Collector	333	308	257
Toll Compliance Specialist	1	1	1
Violation Administration Center Manager	2	2	2
TOTAL	454	428	375

PAGE INTENTIONALLY LEFT BLANK



Beams are placed to construct the I-490/Illinois Route 390 Tollway Interchange near Bensenville.



Concrete is poured to construct the new I-294 Mile Long Bridge near Willow Springs as part of the Central Tri-State Tollway (I-294) Project.



The Tollway is reconstructing the Burlington Northern Santa Fe (BNSF) Railway Bridge over I-294 near Hinsdale and Western Springs to accommodate widening of the Central Tri-State Tollway (I-294).



Crews are reconstructing the Edens Spur Tollway (I-94) from Pflingsten Road to the Edens Expressway near Northbrook to extend the life of the roadway and provide safe travel for Tollway customers.



CAPITAL

MOVE ILLINOIS: THE ILLINOIS TOLLWAY DRIVING THE FUTURE

In August 2011, the Illinois Tollway approved a comprehensive 15-year (2012-2026) capital program – *Move Illinois: The Illinois Tollway Driving the Future* – to improve mobility, relieve congestion, reduce pollution and link economies across Northern Illinois. In April 2017, the Board of Directors agreed to expand the original reconstruction of the Central Tri-State Tollway (I-294) by \$2.1 billion and bring the estimated capital investments in the *Move Illinois* Program to \$14.2 billion.

(\$ millions)	2019 Actual Expenditures	2020 Budget	2020 Estimated Expenditures	2021 Request
Existing System Needs				
Jane Addams Memorial Tollway (I-90)	\$5.2	\$12.2	\$5.4	\$0.7
Tri-State Tollway (I-94/I-294/I-80)	372.1	446.9	485.0	690.4
Veterans Memorial Tollway (I-355)	24.5	10.8	19.3	1.3
Reagan Memorial Tollway (I-88)	59.7	27.9	27.3	24.9
Systemwide Improvements	323.0	328.7	238.1	285.3
Existing System Needs Total	\$784.5	\$826.5	\$775.1	\$1,002.5
System Expansion				
Tri-State Tollway (I-294)/I-57 Interchange	\$10.3	\$71.6	\$45.4	\$78.0
Elgin O'Hare Western Access Project	147.1	559.6	338.8	451.4
Other Emerging Projects	4.2	3.9	2.1	2.2
System Expansion Total	\$161.6	\$635.1	\$386.3	\$531.5
Agreement Reimbursements and Other Adjustments	(4.5)		(67.0)	
Move Illinois Program Total	\$941.6	\$1,461.5	\$1,094.4	\$1,534.1

Notes:

- 2019 Actual Expenditures and 2020 estimated expenditures reflect cost recoveries of (\$4.5) million and (\$67) million pursuant to intergovernmental agreements (IGA). 2021 Request does not reflect any IGA reimbursements.
- Totals may not add due to rounding.

EXHIBIT 84

Overview: 2020 *Move Illinois* Program – Year Nine

Existing System Needs

The *Move Illinois* capital program commits funds to deliver improvements to critical pieces of the Illinois Tollway system – including rebuilding and widening the Jane Addams Memorial Tollway (I-90) from the Tri-State Tollway (I-294) to Rockford with accommodations for transit. The program also provides for preservation of the Reagan Memorial Tollway (I-88), interchange improvements, repair and maintenance of bridges systemwide and reconstruction and rehabilitation of maintenance facilities. The program also includes upgrades for toll collection technology, intelligent transportation systems (ITS) technology, program support and other capital needs.

Jane Addams Memorial Tollway (I-90)

The current *Move Illinois* Program budget for the Jane Addams Memorial Tollway (I-90) is \$2.5 billion, including \$220 million made available from the Congestion-Relief Program. Approximately \$5.4 million was expended on the Jane Addams Memorial Tollway in 2020. On the project's western segment, rebuilding and widening from Mill Road to the Elgin Toll Plaza was completed in 2014, with minor landscaping and grading modifications ongoing in 2020 for approximately \$3.1 million.

Rebuilding and widening the eastern segment of the project from the Elgin Toll Plaza to the Tri-State Tollway (I-294) was completed in 2016. In 2020, \$2.3 million was allocated to complete various close out activities.

Tri-State Tollway (I-94/I-294/I-80)

In 2020, the Tollway expects to spend \$485.0 million on the corridor. Design services for the Central Tri-State Tollway (I-294) reconstruction from 95th Street to Balmoral Avenue are ongoing. Advance work continued on the corridor and includes \$19 million for work associated with reconstruction of Archer Avenue and Archer Avenue bridges over I-294. Construction continued on the new northbound Mile Long Bridge, as well as the Burlington Northern Santa Fe Railway Bridge over I-294, totaling \$162.5 million in 2020. Construction also continued to rehabilitate and widen the mainline roadway between Wolf Road and Balmoral Avenue. Construction began on the new southbound Mile Long Bridge, totaling \$9.5 million in 2020. Advance work also began for the northbound mainline near the I-290/I-88 Interchange. In advance of construction scheduled for 2021, \$13.5 million was provided for right-of-way acquisition along with \$21.5 million for utility relocations.

Roadway and bridge reconstruction continued on the Edens Spur (I-94) in 2020, with construction expenditures totaling \$29.2 million.

Veterans Memorial Tollway (I-355)

Approximately \$19.3 million is anticipated to be spent on the Veterans Memorial Tollway (I-355) in 2020, primarily to complete noise abatement wall construction and closeout activities as part of the resurfacing from I-55 to Army Trail Road.

Reagan Memorial Tollway (I-88)

In 2020, the Tollway allocated \$27.3 million on the Reagan Memorial Tollway (I-88). Roadway reconstruction between York Road and I-290 was completed. Construction on the connector road to the Tri-State Tollway (I-294) was completed. Roadway and bridge rehabilitation began between Aurora Toll Plaza and Illinois Route 59. Closeout work continued for roadway and bridge rehabilitation on the west segment between Illinois Route 251 and Illinois Route 56, with estimated expenditures of \$2.0 million.

Systemwide Projects

In 2020, \$238.1 million was designated for systemwide improvements including \$45.2 million for bridge, pavement and safety improvements and \$26.1 million for toll collection, toll plaza modifications and information technology projects. Maintenance facility upgrades continued in 2020 with more than \$30.9 million in improvements including completion of building renovations at the Hillside (M-2) maintenance site, ongoing construction at the Naperville (M-8) maintenance site, and the beginning of construction at the Bensenville (M-16) maintenance site.

Also, the Tollway completed a new interchange and local roadway improvements on the Jane Addams Memorial Tollway (I-90) at Illinois Route 23. More than \$61.7 million was allocated for non-roadway and other capital projects and approximately \$47.7 million was expended on program support activities, including project management services, materials engineering services, utility relocations, support staff and land acquisition support services.

System Expansion

The *Move Illinois* Program includes regional projects that will promote economic development by providing an opportunity to stimulate local economies and provide infrastructure improvements necessary to continue to support the quick and efficient transport of goods, services and workers.

Tri-State Tollway (I-294)/I-57 Interchange

The first phase of construction was completed in October 2014, allowing movements from northbound I-57 to I-294 and from I-294 to southbound I-57, as well as a new access at 147th Street. In 2020, more than \$45.4 is anticipated to be spent on the second phase of construction. Construction on the I-57 median north of I-294 continued in 2020, with approximately \$12.8 million allocated. Construction also began on the roadway and bridge widening between Kedzie Avenue and CSX railroad, as well as several I-294/I-57 ramp connections, totaling \$26.1 million in 2020.

Elgin O'Hare Western Access Project

The anticipated 2020 expenditure for the Elgin O'Hare Western Access Project is approximately \$338.8 million, plus an additional \$21.2 million funded by local and federal funding sources. Approximately \$42.6 million is anticipated in 2020 for construction including work on the Illinois Route 390 Tollway between Illinois Route 83 and York Road, as part of the connection to I-490. Work also continued at the I-490 Tollway interchanges with I-90 and I-294. Advance work continued along I-490 including earthwork and grading. Roadway design for the I-490 mainline and on-going design for the I-490/I-294 Interchange also continued. Also included in the 2020 expenditures was funding for right-of-way land acquisitions and utility relocation along I-490 to support future construction.

Overview: 2021 Move Illinois Program – Year Ten

In 2021, the fiscal year capital budget includes funding for the tenth year of the 15-year, \$14.2 billion Move Illinois Program. For fiscal year 2021, approximately \$1.53 billion is allocated for Move Illinois.

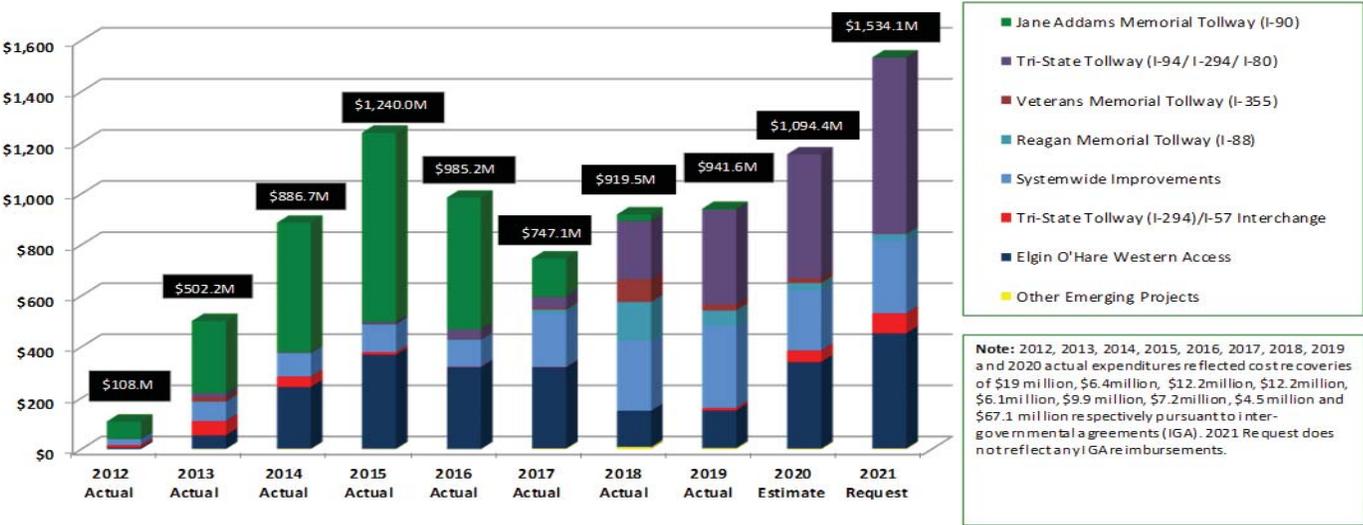


EXHIBIT 85

Existing System Needs

Jane Addams Memorial Tollway (I-90)

Jane Addams Memorial Tollway (I-90)
(\$ millions)

Need	Project Type	Project Limits	Length (miles)	Construction Period	2021 Request
Reconstruct					
Infrastructure Replacement/ Congestion Relief	Reconstruct 6 Lanes/ Add 2 Lanes	Kennedy Expressway to Elgin Toll Plaza (9) (MP 79.0 to 54.0)	25.0	2013-2016	\$0.3
Infrastructure Replacement/ Congestion Relief	Reconstruct 4 Lanes/ Add 2 Lanes	Elgin Toll Plaza (9) to Illinois Route 47 (MP 54.0 to 46.5)	7.5	2013-2016	\$0.0
Infrastructure Replacement/ Congestion Relief	Reconstruct 4 Lanes/ Add 2 Lanes	Illinois Route 47 to I-39 (MP 46.5 to 17.5)	29.0	2013-2016	\$0.0
Infrastructure Renewal	Bridge and Ramp Repairs	Corridorwide		2013-2026	\$0.4
	Utilities / ROW and Corridor Support	Corridorwide			\$0.0
Jane Addams Memorial Tollway (I-90) Total:					\$0.7

EXHIBIT 86

The current *Move Illinois* Program budget for the Jane Addams Memorial Tollway (I-90) is \$2.5 billion including \$220 million made available from the Congestion-Relief Program to fund reconstruction and widening work completed in 2016 and bridge and ramp repairs. Approximately \$0.66 million will be expended on the Jane Addams Memorial Tollway in 2021 to complete closeout activities for the various roadway work including grading, tree planting, patching and repairs, landscaping and right-of-way fence installation throughout the corridor.

Tri-State Tollway (I-94/I-294/I-80)

Tri-State Tollway (I-94/I-294/I-80)

(\$ millions)

Need	Project Type	Project Limits	Length (miles)	Construction Period	2021 Request
Reconstruct					
Infrastructure Replacement	Reconstruct 8 Lanes/ Add 2 Lanes	95th Street to Balmoral Avenue (MP 17.7 to 40.0)	22.3	2019-2026	\$623.4
Infrastructure Replacement	Reconstruct 4 Lanes	Edens Spur (MP 25.0 to 30.0)	5.0	2018-2020	\$2.5
Infrastructure Renewal	Bridge and Ramp Repairs	Corridorwide		2018-2026	\$13.7
	Utilities/ROW and Corridor Support	Corridorwide			\$50.8
Tri-State Tollway (I-94/I-294/I-80) Total:					\$690.4

EXHIBIT 87

As part of the *Move Illinois* Program, the Tollway will invest more than \$4 billion to reconstruct and improve the Central Tri-State Tollway from 95th Street to Balmoral Avenue, reconstruct the Edens Spur and complete bridge and ramp repairs. In 2021, the Tollway expects to spend \$690.4 million on the corridor. Design efforts will continue for roadway reconstruction and widening between 95th Street and Balmoral Avenue, with planned expenditures of \$24.4 million.

Reconstruction of the Archer Avenue Bridge over I-294 and ramp bridges will continue in 2021, spending approximately \$23.3 million. More than \$121.1 million has been allocated toward continuing bridge reconstruction on the Burlington Northern Santa Fe Railway Bridge over I-294 and the Mile Long Bridge. Advance work will continue for the northbound mainline near the I-290/I-88 Interchange. Widening and reconstruction of two mainline segments, including from 95th Street to I-55 and from St. Charles Road to Wolf Road will total approximately \$242.9 million in 2021. Rehabilitation and widening continues between Wolf Road and the O'Hare Oasis. Construction on several advance work contracts will continue in 2021 along the corridor.

The Tollway anticipates expenditures of \$2.5 million to complete the Edens Spur (I-94) reconstruction.

Veterans Memorial Tollway (I-355)

Veterans Memorial Tollway (I-355)
(\$ millions)

Need	Project Type	Project Limits	Length (miles)	Construction Period	2021 Request
Restore					
Infrastructure Renewal	Mill, Patch and Overlay	I-55 to Boughton Road, Collector-Distributor Roads, and North Avenue to Army Trail Road (MP 12.5 to 30.0)	17.5	2013	\$0.0
Infrastructure Renewal	Mill, Patch and Overlay	I-55 to Army Trail Rd (MP 12.3 to 30.0)	17.5	2018-2019	\$1.0
Infrastructure Renewal	Bridge & Ramp Repairs	I-80 to Army Trail Rd (MP 0.0 to 30.0)	30.0	2012-2026	\$0.3
	Utilities / ROW and Corridor Support	Corridorwide			\$0.0
Veterans Memorial Tollway (I-355) Total:					\$1.3

EXHIBIT 88

Approximately \$1.3 million is allocated in 2021 to complete closeout activities for improvements on I-355, following resurfacing from I-55 to Army Trail Road.

Reagan Memorial Tollway (I-88)

Reagan Memorial Tollway (I-88)
(\$ millions)

Need	Project Type	Project Limits	Length (miles)	Construction Period	2021 Request
Reconstruct					
Infrastructure Replacement	Reconstruct 6 Lanes	York Road to I-290 (MP 139.0 to 140.5)	1.5	2018-2019	\$0.0
Infrastructure Replacement	Reconstruct 4 Lanes	East-West Connector between I-294 / I-88	3.7	2018-2020	\$3.5
Sub Total:					\$3.5
Restore					
Infrastructure Renewal	Mill, Patch and Overlay	Illinois Route 251 to Illinois Route 56 (MP 76.0 to 114.0)	38.1	2017-2019	\$0.0
Infrastructure Renewal	Mill, Patch and Overlay	Aurora Toll Plaza (61) to Illinois Route 59 (MP 118.0 to 123.5)	5.5	2020-2021	\$15.7
Infrastructure Renewal	Bridge and Ramp Repairs	Corridorwide		2018-2026	\$5.4
	Utilities / ROW and Corridor Support	Corridorwide			\$0.3
Sub Total:					\$21.4
Reagan Memorial Tollway (I-88) Total:					\$24.9

EXHIBIT 89

Approximately \$24.9 million will be spent in 2021 to continue construction work for roadway and bridge rehabilitation between the Aurora Plaza and Illinois Route 59, to complete work related to the Deerpath Road Bridge reconstruction and to begin work on the Windsor Road Bridge widening.

Systemwide Projects

An estimated \$285.3 million will be spent in 2021 on systemwide improvements including \$44.2 million for bridge, pavement and safety improvements. Tollway systemwide facility upgrades will continue in 2021 with approximately \$41.7 million budgeted for improvements to construct the Naperville (M-8) maintenance site and the Bensenville (M-16) maintenance site.

In addition, \$151.8 million is budgeted for other capital expenditures such as, fleet, General Engineering Consultant, Traffic Engineer, ITS, traffic and incident management system, Job Order Contracting Program, Back Office System replacement and approximately \$44.1 million will be spent on program support activities, including project management services, materials engineering services, utility relocations, support staff and land acquisition support services.

**Systemwide
(\$ millions)**

Need	Project Type	Project Limits	Length (miles)	Construction Period	2021 Request
Systemwide Maintenance Facilities					
Infrastructure Replacement	Reconstruct	All	n/a	2014-2026	\$41.7
Systemwide Maintenance Facilities Subtotal					\$41.7
Systemwide Improvements					
Infrastructure Renewal	Bridge, Pavement, Drainage and Safety Appurtenance Repairs	Systemwide	n/a	2012-2026	\$44.2
Infrastructure Enhancement	Information Technology	Systemwide	n/a	2012-2026	\$8.6
Capital Requirements	Other Capital Projects	Systemwide	n/a	2017-2026	\$90.0
Access Expansion	Service Interchanges	Systemwide	n/a	2012-2026	\$3.5
Toll Collection Upgrades	Business Systems/ Plaza Modifications for Electronic Tolling Upgrades	Systemwide	n/a	2012-2026	\$53.2
	Utilities/ROW and Corridor Support	Systemwide	n/a	2012-2026	\$1.7
	Program Support	Systemwide	n/a	2012-2026	\$42.4
Systemwide Improvements Subtotal:					\$243.6
Systemwide Total:					\$285.3

EXHIBIT 90

System Expansion

Tri-State Tollway (I-294)/I-57 Interchange

The *Move Illinois* Program includes construction of a new interchange at the Tri-State Tollway (I-294) and I-57. The first phase of construction was completed in October 2014, allowing movements from northbound I-57 to I-294 and from I-294 to southbound I-57, as well as a new access at 147th Street.

The second phase of interchange construction began in 2019, with \$78.0 million estimated to be spent in 2021 for ongoing construction of the I-57 roadway and bridge widening between Kedzie Avenue and the CXS Railroad, and several new I-294/I-57 ramps.

Tri-State (I-294)/I-57 Interchange (\$ millions)

Need	Project Type	Project Limits	Length (miles)	Construction Period	2021 Request
System Expansion	New Ramps, Structures and Toll Plazas	New Ramps to and from I-294 and I-57 and to and from 147th Street	n/a	2012-2014	\$0.0
System Expansion	New Ramps, Structures and Toll Plazas	Other Ramps	n/a	2019-2023	\$78.0
	Utilities / ROW and Corridor Support		n/a		\$0.0
Tri-State (I-294)/I-57 Interchange Total:					\$78.0

EXHIBIT 91

Elgin O'Hare Western Access Project

The Elgin O'Hare Western Access Project includes delivery of the new Illinois Route 390 Tollway from U.S. Route 20 to the west side of O'Hare International Airport. The project also includes construction of the new I-490 Tollway from Jane Addams Memorial Tollway (I-90) to the Tri-State Tollway (I-294). These improvements will provide access to O'Hare International Airport from the west and improve travel efficiency by reducing congestion on the local roadway network.

**Elgin O'Hare Western Access
(\$ millions)**

Need	Project Type	Project Limits	Length (miles)	Construction Period	2021 Request
System Expansion	"Repair 4 Lanes/ Add 2 Lanes and Construct Tolling Facilities"	Existing Elgin O'Hare Expressway U.S. Route 20 to Rohlwing Road	6.0	2013-2016	\$0.0
System Expansion	Construct 4 New Lanes	Elgin O'Hare Extension Rohlwing Road to York Road via Thorndale Avenue	4.8	2014-2022	\$104.1
System Expansion	Construct 4 New Lanes	South Leg of Western Access Thorndale Avenue to I-294 via York Road	3.0	2016-2025	\$90.3
System Expansion	Construct 4 New Lanes	North Leg of Western Access Thorndale Avenue to I-90 via York Road	3.2	2015-2023	\$141.6
	Utilities / ROW and Corridor Support		n/a	2012 - 2026	\$225.3
	Local Contribution *		n/a	2014-2023	(\$109.9)
Elgin O'Hare Western Access Total:					\$451.4

* 2021 Total Budget Request of \$451.4 million includes (\$110) million estimated to be non-Tollway funding.

EXHIBIT 92

Approximately \$451.4 million is allocated in 2021 for the ongoing I-490 Tollway Project, plus an additional \$109.8 million of federal Congestion Mitigation and Air Quality (CMAQ) Improvement Program grant funds and other local contributions. Approximately \$45.3 million will be spent on continuing design services along the corridor. Approximately \$179.6 million will be spent on construction and inspection in 2021 for the I-490 Tollway interchanges with I-294, Illinois Route 390 and I-90. Bridge construction and other advance work contracts will start along the corridor in advance of mainline construction. Right-of-way acquisitions and utility relocations will also continue in support of the new I-490 Tollway.

2021 Other Capital Projects

In addition to the Move Illinois Program, other capital projects are needed to support ongoing operations of the Tollway and ensure that the existing roadway network is well-maintained and safe for travel. While the Move Illinois Program has major components of the Tollway's capital program, other elements include new technologies to manage congestion, reduce travel times and provide enhanced customer service, improvements to maintenance buildings and other structures to maintain the Tollway's assets, additional equipment for Illinois State Police District 15 and maintenance staff to improve efficiency and enhance public safety. The Tollway anticipates spending \$79 million in 2021 to support these ongoing other capital projects.

General Consulting Services - \$38 Million

The Professional Services category includes funding for general consulting services related to general and traffic engineering, as well as design and construction management.

Geographic Information System - \$1.1 Million

This project will continue to support technical and user driven enhancement of several GIS tool utilized by Tollway Staff.

Equipment - \$32 Million

The 2021 Capital Budget for equipment includes \$19.3 million that is anticipated to be spent in 2021 for technology-related equipment including enterprise resource planning system, network diverse communications, software enhancements, wrong way vehicle detection system and CCTV cameras.

Approximately \$1.7 million will be spent for projects related to intelligent transportation systems (ITS) and TOC upgrades. This includes New Weigh in Motion Permanent scales, and Traffic Management System Enhancements.

Building Repairs and Maintenance - \$3.5 Million

Expenditures for systemwide initiatives include facility improvement, rehabilitation and parking lot rehabilitation.

Roadway - \$3.4 Million

The capital budget will fund roadway projects including systemwide pavement markings and roadway signage.

Agency Wide Research - \$.8 Million

The 2021 Capital Budget allocates \$.8 million in new funds for agencywide research projects to support the capital program.

Other Capital Project Highlights	2020 Carry-Over	2021 New Request
PROFESSIONAL SERVICES	\$7,461,616	\$39,257,383
General Consulting Services	\$7,461,616	\$38,157,383
General Engineering Consultant	-	17,819,220
JOC -Facility Rehab/Improvements	-	15,000,000
Traffic Engineering Consultant	-	4,520,000
Design Upon Request (DUR)	2,665,658	460,000
Print Services, Web Plan, Advertising	-	208,163
Construction Upon Request (CUR)	3,175,000	150,000
Systemwide Construction Management Upon Request Non-Roadway	293,018	-
JOC Administrator Services	1,327,940	-
Geographic Information Systems	-	\$1,100,000
Infrastructure Management System	-	1,100,000
EQUIPMENT	\$34,432,146	\$32,443,714
Technology	\$13,175,000	\$19,340,000
Enterprise Resource Planning System (ERP)	2,000,000	8,000,000
Network Diverse Communications	2,000,000	5,000,000
Software Enhancements	-	3,000,000
Wireless 911	-	1,100,000
CCTV Camera Coverage Gap Analysis - Additional 10 Locations	1,300,000	650,000
Server and Storage Infrastructure	500,000	500,000
Computer Infrastructure Modernization	-	500,000
Wrong Way Vehicle Detection System	-	340,000
CAD upgrade	-	250,000
Improvement of interoperable transmitters	1,100,000	-
Security/Toll Audit Video Backup Systems	2,000,000	-
Equipment Technology (CCTV, security camera)	75,000	-
Kronos Hardware & Software Upgrade	400,000	-
SW Ramp Count/Queue Detector Installation (Part 3)	1,500,000	-
PBX Upgrade	2,300,000	-
Miscellaneous Equipment Systemwide	-	\$5,072,486
Transponders	-	5,072,486
Roadway Vehicles and Trucks	\$18,920,146	\$4,300,000
Fleet Rolling Stock List for 2021	18,895,146	4,300,000
Connected Vehicle Pilot	25,000	-
State Police	\$540,000	\$2,036,228
Crash Reconstruction Officer- Equipment	-	572,250
Axon Taser and Accessories	-	428,736
Itouch Fingerprinting Systems	-	345,240

Other Capital Project Highlights (\$ thousands)	2020 Carry-Over	2021 New Request
Portable Wheel Load Weigher's	-	226,740
Ballistic Shields	-	192,000
Ballistic Helmets	-	115,763
Handheld C-Ray Imager	-	100,000
Unmanned Aircraft Systems	-	55,500
State Police Manpower for Construction Sites	540,000	-
Intelligent Transportation Systems	\$1,797,000	\$1,695,000
Traffic Incident Management System Enhancements	-	900,000
ITS Network Support and Maintenance Management	-	295,000
TOC Upgrade	300,000	200,000
Intelligent Transportation Systems Design/Construction Management	500,000	200,000
New Weigh-in-Motion on I-88 near Plaza 61 and Permanent Scale Installation	850,000	100,000
Active Traffic Management Performance (ATMP)	147,000	-
BUILDING REPAIRS AND MAINTENANCE	\$6,550,420	\$3,510,000
Systemwide	\$6,550,420	\$3,510,000
Plaza Cabinet Replacements	-	2,904,000
State Police Administrative Office Remodel	-	456,000
Station Battery Plant Upgrade	-	150,000
CA Space Utilization & Consolidation Project, including Parking Expansion	6,550,420	-
ROADWAY	\$1,678,717	\$3,375,000
Signage	\$1,516,217	\$1,875,000
Systemwide Sign Panel Fabrication and Installation Upon Request	1,241,217	1,350,000
Project Signing	275,000	275,000
Aluminum Extrusion Refurbishing	-	250,000
Maintenance, Repairs and Improvements	\$162,500	\$1,500,000
Systemwide Pavement Marking Contract (2021-2022)	-	1,500,000
Basalt Fiber Reinforced Polymer (BFRP)	100,000	-
Recycled or Reclaimed Asphalt Pavement (RAP)	62,500	-
AGENCYWIDE RESEARCH	\$475,006	\$753,473
Environmental/ Governmental	\$475,006	\$753,473
Agency wide Research Program	285,000	715,000
An IGA with the Board of Trustees of the University of Illinois	41,056	20,000
An IGA with the University of Connecticut (University)	148,950	18,473
Other Capital Projects Total	\$50,597,905	\$79,339,570

CAPITAL PLANNING

Long Term Capital Plan

As required by the Toll Highway Act, the Illinois Tollway developed a comprehensive 15-year capital program in August 2011 to complete the rebuilding of the 52-year-old system and commit more than \$14 billion (includes an additional \$2.1 billion approved by the Board in April 2017).

The *Move Illinois* Program was developed to improve mobility, relieve congestion, reduce pollution and create as many as 120,000 jobs and link economies across the Midwest. At the completion of 2020, the Illinois Tollway will have spent about 56 percent of the \$14 billion *Move Illinois* Program budget.

Move Illinois maps out the Illinois Tollway's capital program for 2012-2026.

Projects Include:

- Reconstruction and widening the Jane Adams Memorial Tollway (I-90) from the Tri State (I-294) near O'Hare Airport to the I-39 Interchange in Rockford as a state-of-the-art 21st century corridor
- Reconstructing the Central Tri-State Tollway (I-294) from 95th Street to Balmoral Avenue and the Edens Spur Tollway (I-94)
- Preserving the Reagan Memorial Tollway (I-88)
- Preserving the Veterans Memorial Tollway (I-355)
- Repairing roads and bridges
- Updating and modernizing support facilities including maintenance facilities, the Customer Service Center and Illinois State Police facilities
- Other capital projects
- Constructing the new Tri-State Tollway (I-294)/I-57 Interchange
- Constructing the Elgin O'Hare Western Access Project including two new, all-electronic tollways, the I-490 Tollway and the Illinois Route 390 Tollway along with direct access to and from O'Hare International Airport
- Integrating transit on the Jane Addams Memorial Tollway (I-90) and planning for other emerging projects

Planning Overview

The Illinois Tollway works in partnership with local communities and officials to provide the 12-county region it serves with strategic transportation solutions, recognizing the value of an integrated approach to project development and implementation. This helps balance local interests with a shared vision for the region and promotes a fair distribution of benefits.

Input from local communities is instrumental in the successful development and implementation of regionally significant transportation projects. Additionally, ongoing dialogue with local businesses ensures that long-term benefits of an improved transportation network are understood and the short-term impact of construction is clearly communicated.

The Tollway's leadership continues to work closely with residents, business owners, local and state

government officials, as well as other transportation agencies to continuously evaluate needs and establish priorities for providing Northern Illinois with a coordinated transportation plan.

Planning Process

The Tollway uses a comprehensive capital planning process, which includes analyzing and evaluating the needs of the Tollway and its surrounding communities, as well as developing strategies to increase system efficiency.

The planning process begins with stakeholder departments, including Finance, Engineering, Information Technology, Business Systems and Operations sharing information on departmental needs. During this process, projects are reviewed for consideration in accordance with near-term and long-range Tollway goals. Projects are evaluated through a rigorous and thoughtful prioritization process based on several criteria, including:

- Condition - assessment of existing roadway network and facilities
- Benefit - congestion relief and improved operations
- Safety - incident reduction, improved traffic flow and response time
- Timing - coordination of construction and maintenance project schedules to minimize disruption to commuters
- Community - anticipated local and regional growth
- Financing - impact on revenue, future maintenance and operating costs
- Cost - estimated project cost and risk
- Land use - assessment of right-of-way needs and environmental resources
- Multi-agency implementation support - consideration of external agency projects and initiatives

Proposed projects are evaluated against detailed asset inventories and condition assessments to assist the Tollway in developing priorities and investment strategies. Then, a thorough cost-benefit analysis is performed to justify the proposed capital expenditures and impacts to the operating budget.

The capital planning process was deployed throughout 2020 to aid in the development of the 2021-2030 10-year capital plan as required by the Toll Highway Act. This effort was intended to evaluate the status of the *Move Illinois* Program and define needs through the next capital plan timeline of 2030. The 2021-2030 Plan will be finalized in early 2021 and will include the completion of the *Move Illinois* Program as well as identify proposed improvements spanning the timeframe between the completion of *Move Illinois* in 2026 through 2030.

The Tollway uses a public and transparent process to evaluate potential future projects, policies and initiatives. Working with the Illinois Department of Transportation, transit agencies and local and regional transportation and planning agencies, the Tollway continuously updates project analyses, and seeks to identify projects that would significantly reduce congestion, expand economic opportunities and improve the region's transportation infrastructure and foster environmental responsibility and sustainability. The planning process identifies approximate costs, regional and local support and financing options for projects for review by the Tollway Board of Directors. These comprehensive reviews for major capital projects are publicly presented and posted on the Tollway's website.

In 2019, the State of Illinois approved a \$45 billion statewide capital program to rebuild and improve the state's infrastructure. The Tollway will coordinate projects and investments with other state agencies to minimize commuter impacts and evaluate opportunities to leverage investments.

Budget Development

Program and project reviews are ongoing throughout the fiscal year, however, the annual capital budget process begins each summer. The Finance Department's budget division meets with the Tollway's department chiefs and division managers to explain the overall process and to provide pertinent information regarding any funding or expenditure issues, budget process changes and general instructions. At this meeting, the budget manager outlines the Tollway's goals and direction for the new budget.

The budget division works with each department to compile a comprehensive list of capital needs, which is used in identifying new projects to be recommended for funding. This list identifies preliminary project information such as name, location, description or scope, estimated cost and any operating impact. New projects and initiatives are also incorporated into the capital needs list. The requesting department prepares and submits a capital program project request form which provides all necessary information including the priority of the project (scale of 1-100, 1 being the highest), schedule of the project (start and completion dates), purpose/objective of the project, the proposed project description, location and scope, operating budget impacts, cost-benefit analysis, future year funding impact analysis, alternatives, other affected departments and basis for cost estimate.

Along with identifying new projects, the budget division works with departments to gather updated information regarding ongoing projects. Draft documents are developed showing all projects - both ongoing and proposed. These draft documents are distributed to departments for review and the opportunity to add or revise any information. In conjunction with department chiefs, the budget division compiles a list of proposed and ongoing projects to be presented to key decisionmakers. The budget division meets with the chief financial officer to discuss financial impacts and projects to be included in the proposed capital budget. The budget division coordinates with department chiefs and managers to obtain further justification of projects as requested by the chief financial officer.

The revised proposed project list is compiled and reviewed again with department chiefs prior to presentation to executive management. Review and sign-off is completed by the executive director, and a tentative capital budget is presented to the Board of Directors in October for approval. Requested changes by the Board of Directors and executive management are incorporated into the tentative budget. In November, various public outreach activities take place, including inviting the public to view webcasts of Board presentations and discussion, attend a public hearing, review budget materials and share comments to be presented to the Board of Directors. The budget division reviews and incorporates changes from the Board of Directors, executive management and public comments. A final budget is then presented to the Board of Directors for adoption in December.

Funding Sources

Funding for capital projects comes from three sources including current revenues, proceeds from the sale of revenue bonds and interest income. Current revenues are deposited in the Revenue Fund and transferred to the Renewal and Replacement Account and the Improvement Account; bond proceeds are deposited into the Construction Fund.

Use of Funds

Capital expenditures are related to the Capital Program, which is comprised of the *Move Illinois* Program and other capital needs, such as roadway equipment and vehicles and new technologies and enhancements. For reporting purposes, the program is divided into corridors. Other capital needs are

divided into building repairs and maintenance, equipment, professional services and roadway.

Capital Projects Operating Impacts

Planning for the operational impact of the capital program is an important consideration during the Tollway's budget process. The cost of operating new and enhanced infrastructure is included in the operating budget in the fiscal year the asset becomes operational. Debt service payments on the debt issued for capital projects are also included in the debt service budget.

The existing Tollway system features a toll collection system incorporating mainline plazas and ramp plazas with accommodations for the combined use of I-PASS, automatic toll payment machines, automatic coin machines and manual lanes. Toll collection options changed in 2020 due in part to COVID-19. Beginning in March 2020 cash collection was temporarily suspended as an option. In 2020 the Illinois Tollway implemented toll reform to expand payment options to include on-line payment and invoicing. Complimentary to expanded toll payment methods numerous toll reform measures were implemented. As capital projects are implemented, the toll collection system is expanded. Since 2012, Tollway has added 237.4 lane miles or an increase of about 11 percent to bring total lane miles to 2,281.6 in 2019. The expansion is primarily due to addition of the new Illinois Route 390 Tollway, widening of the Jane Addams Memorial Tollway (I-90) through the addition of lanes and construction of additional interchanges, and the addition of the I-90 eastbound Cumberland flyover ramp.

Cost Monitoring

The Tollway maintains a project management database that is used to monitor and measure program status, provide early identification of problem areas, provide for alternative analysis and ensure that pertinent information is communicated to project participants. Information on budgets, commitments, expenditures, cash flows, forecasts and performance status are tracked. Timely reporting of this information allows decisions to be made in advance and provides for effective cost control of the program.

Regularly published reports include performance measures to assess the magnitude of variations that occur on projects. The Tollway analyzes the causes of the variances and determines what corrective actions are required. Examples of financial reports that are developed to assist in the variance analysis include:

- Monthly project status reports focus on schedule and cost status, proposed/pending changes and current project issues. These reports include detailed financial and schedule performance for each project, including change orders and expenditure tracking. In addition, these reports provide a tool for management to follow the progress of each project.
- Exception reports provide a forum for the initial disclosure of project issues that could potentially cause a project delay or cause a budget overrun. These reports provide an opportunity to quickly address project impediments and trigger necessary actions to bring the anticipated project performance into line with the project plan.
- Change order reports reflect the original budget and indicate all subsequent changes approved by the Tollway or currently in the approval process. Recording anticipated changes provides a realistic assessment of the program and shows the remaining contingency by contract.

Schedule Monitoring

Program status and schedule changes are monitored and reported on a monthly basis via the master program schedule. The main goal of the schedule reporting process is to detect adverse trends in design, construction and administrative activities early enough to correct them. Modifications to schedule information may or may not require adjustments to other aspects of the overall program.

The master program schedule serves the following purposes:

- Validates the funding schedule and budget presently established by the capital budget
- Explores various combinations of project implementation
- Projects a consistent and reasonable level of effort and expenditure over the program term
- Adjusts scopes of work and/or the distribution of funding as needed to respond to unforeseen conditions and capitalize on opportunities to meet implementation goals
- Establishes funding requirements for subsequent capital budgets

Revisions to start and finish dates for the approved program schedule are generally made in response to scope changes. As potential delays/changes become apparent, a special schedule study will be initiated to determine if the lost time could be recovered and how changes to the originally anticipated schedule logic/sequence should best be reflected.

Change Management Control

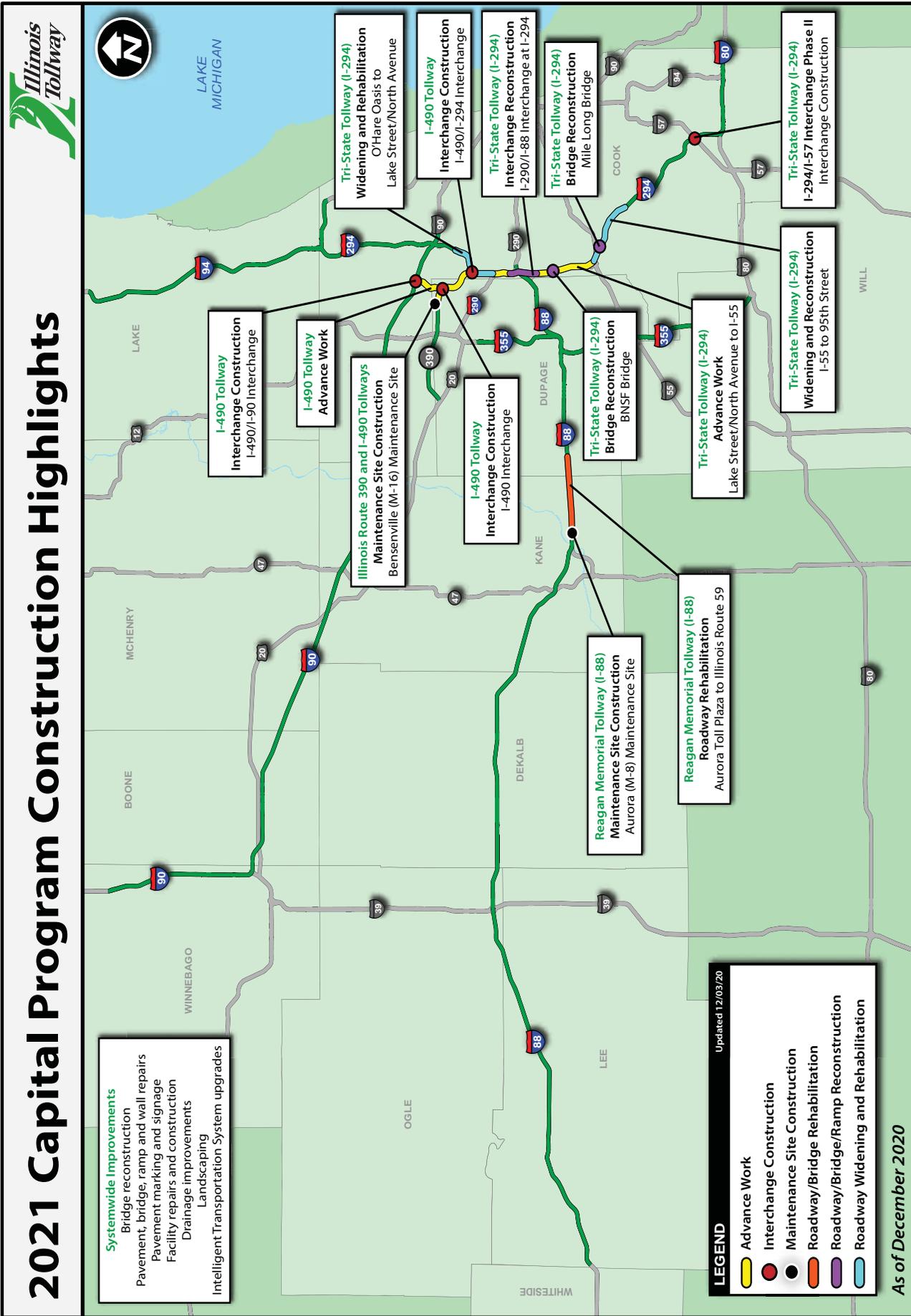
In order to reduce delay claims and complete projects on time and within budget, the Tollway has empowered staff to direct field changes to reduce the time for authorizing construction contractors to proceed, which helps maintain construction schedules. The process begins when the contract cost change controls committee (C5) analyzes the scope of work, the estimated cost of the proposed change and identifies the cause of the change (design error, owner requested change, change in conditions, etc.). The C5 committee recommends approval, rejection or requests additional information and provides an authorization to proceed for those changes that are recommended for approval.

The Tollway's approval model is as follows:

- Project Manager up to \$30,000
- Chief Engineering Officer up to \$100,000
- Executive Director up to \$150,000
- Chairman up to \$200,000
- Board over \$200,000

On a weekly basis, a list of potential change orders is entered into the project management database along with the pending and approved change orders. This information is used to develop various change management reports including:

- Program change order/potential change order log – this log is used to compare the current change order status versus the allocated construction contingency reserve funds at a summary level for all projects within the program.
- Outstanding change order report – this report provides an analysis of pending and potential change orders, including number of days outstanding, ball-in-court reporting and forecasted final contract amount.
- Project change order/potential change order log – this log identifies all approved, pending and potential contract changes at a detail level for all projects. It has the ability to provide process-related performance measures for all participants.





DEBT MANAGEMENT

CURRENT CAPITAL PROGRAM

Move Illinois Program

On August 25, 2011, the Tollway's Board of Directors approved the 15-year, \$12.15 billion capital program *Move Illinois: The Illinois Tollway Driving the Future*. The *Move Illinois* Program is being financed with a combination of current revenue and bond proceeds. The Board's approval of the *Move Illinois* Program: (i) included increased passenger vehicle toll rates effective January 1, 2012, raising toll rates at a typical mainline toll plaza from \$0.40 to \$0.75 for users paying electronically and from \$0.80 to \$1.50 for cash payments; and (ii) affirmed a prior increase on commercial vehicle toll rates of approximately 60 percent, implemented, in each case based off of rates effective prior to the first increase, in three phases of 40 percent/10 percent/10 percent, effective January 1, 2015/2016/2017. The affirmed prior commercial vehicle toll rate increase also included, starting January 1, 2018, annual toll rate adjustments based on the Consumer Price Index for all Urban Consumers ("CPI-U"). Such annual adjustments for 2018, 2019, and 2020 were based on CPI-U based increases of 1.839 percent, 2.254 percent, and 2.072 percent, respectively. The annual toll rate adjustment for 2021 will be based on a CPI-U based increase of 1.564 percent.

On April 27, 2017, the Tollway's Board of Directors approved a modification of the *Move Illinois* Program, increasing its cost to \$14.3 billion to provide for enhancements of previously identified improvements, primarily on the central portion of the Tri-State Tollway (I-294). In part to partially mitigate such additional cost, certain revenue enhancements intended to reduce net leakage (the amount of evaded tolls net of evasion recovery) were implemented, including a video tolling rate increase effective February 1, 2018 for passenger cars that utilize video tolling more than five times in a month.

The Tollway's Board of Directors has authorized, on December 13, 2012, June 26, 2014, September 24, 2015, February 25, 2016, September 28, 2017, February 22, 2018, and October 15, 2020, the issuance of revenue bonds in support of the *Move Illinois* Program. The total bond par amount of such authorizations is \$3.6 billion. To date, assuming the successful closing scheduled for December 17, 2020, of the Series 2020A Bonds sold December 1, 2020, the Tollway has issued revenue bonds with par amounts totaling \$3.6 billion in support of the *Move Illinois* Program, consisting of the following:

Series	Date of Issue	Par Amount	Net Proceeds for <i>Move Illinois</i> Program
2013A	May 16, 2013	\$500 million	\$523 million
2014B	June 04, 2014	\$500 million	\$516 million
2014C	Dec 04, 2014	\$400 million	\$424 million
2015A	July 30, 2015	\$400 million	\$414 million
2015B	Dec 17, 2015	\$400 million	\$422 million
2016B	June 16, 2016	\$300 million	\$342 million
2017A	Dec 06, 2017	\$300 million	\$332 million
2019A	July 11, 2019	\$300 million	\$336 million
2020A	Dec 17, 2020	\$500 million	\$625 million
Totals		\$3,600 million	\$3,934 million

The Tollway anticipates issuing additional bonds to finance portions of the Move Illinois Program in each of May and September of 2021. Each bond issuance is estimated to be in a par amount of \$300 million. The Tollway projects such bond issuances to provide a total of approximately \$603 million of proceeds for Move Illinois Program costs. Depending on market conditions, rate of capital spending, and/or other factors, bond issue amounts and timing are subject to change. A successful closing of the Series 2020A Bonds sold December 1, 2020, currently scheduled for December 17, 2020, may reduce anticipated additional bond issuance in 2021.

The bonds described in the preceding paragraph were authorized by the Tollway's Board of Directors in October 2020. Per the authorizing resolution, the bonds will be sold with fixed interest rates and secured on a senior-lien basis on parity with all other outstanding Tollway bonds.

DEBT PROFILE

Outstanding Debt

On January 1, 2021, after payment of two principal payments due January 1, 2021 totaling \$39,635,000 and assuming closing of the \$500,000,000 Series 2020A Bonds scheduled for December 17, 2020, the Tollway will have \$6,416,725,000 bonds outstanding. Of such outstanding par amount of bonds:

- i. \$3,600,000,000 financed portions of the *Move Illinois* Program; and
- ii. \$2,816,725,000 financed or refinanced portions of the Tollway's prior capital program known as the Congestion-Relief Program.

Bond par amount typically differs from capital expenditures financed, due to bond issue discounts/premiums, the funding of issuance costs, capitalized interest (if applicable), debt reserve account deposits, and, in the case of refunding bond issues, the extent by which the cost of the cash/investments in a refunding escrow differs from the principal amount of the refunded bonds.

All outstanding Tollway bonds bear fixed interest rates. The Tollway's debt portfolio includes no exposure to variable interest rate risk. There are no swaps, interest rate hedge agreements or other derivative instruments associated with any outstanding Tollway bonds, nor are there any "stand-alone" derivative instruments.

The following table lists each outstanding series and its respective final maturity, principal outstanding after scheduled principal payments due January 1, 2021, and interest rate type.

Illinois Tollway Outstanding Bonds as of January 1, 2021

(after payments of principal due January 1, 2021) *

<u>Series</u>	<u>Final Maturity</u>	<u>Principal Outstanding</u>	<u>Interest Rate</u>
2009 Series A**	1/1/2034	400,000,000	Fixed
2009 Series B**	12/1/2034	280,000,000	Fixed
2013 Series A***	1/1/2038	500,000,000	Fixed
2014 Series A (refunding)**	12/1/2022	198,585,000	Fixed
2014 Series B***	1/1/2039	500,000,000	Fixed
2014 Series C***	1/1/2039	400,000,000	Fixed
2014 Series D (refunding)**	1/1/2025	197,670,000	Fixed
2015 Series A***	1/1/2040	400,000,000	Fixed
2015 Series B***	1/1/2040	400,000,000	Fixed
2016 Series A (refunding)**	12/1/2032	333,060,000	Fixed
2016 Series B***	1/1/2041	300,000,000	Fixed
2017 Series A***	1/1/2042	300,000,000	Fixed
2018 Series A (refunding)**	1/1/2031	484,295,000	Fixed
2019 Series A***	1/1/2044	300,000,000	Fixed
2019 Series B (refunding)**	1/1/2031	225,245,000	Fixed
2019 Series C (refunding)**	1/1/2031	697,870,000	Fixed
2020 Series A***^	1/1/2045^	500,000,000^	Fixed
Total		\$6,416,725,000	

* Amounts shown are after payments due January 1, 2021, the entirety of funds for which were remitted in to the Bond Trustee during the prior fiscal year (2020).

** Financing or refinancing for the Tollway's prior capital program, known as the Congestion-Relief Program.

*** *Move Illinois* Program financing.

^ Assumes successful closing, currently scheduled for December 17, 2020, of the \$500,000,000 revenue bonds solds December 1, 2020, to fund a portion of the *Move Illinois* Program.

EXHIBIT 95

PLANNED 2021 BOND ISSUANCE

New Money

The Tollway currently anticipates \$300 million of bonds to be issued in May 2021 to finance a portion of the *Move Illinois* Program, and an additional \$300 million of bond issuance for the same purpose in September 2021. The amount, timing and structure of new money bond issuance is subject to change based on cash flow need and market conditions. A successful closing of the Series 2020A Bonds sold December 1, 2020, currently scheduled for December 17, 2020, may reduce anticipated additional bond issuance in 2021.

Refunding/Restructuring Synthetic Fixed-Rate Bonds

The Tollway monitors the credit markets for opportunities to reduce debt service by refunding its outstanding fixed-rate bonds. The Tollway's Board of Directors has authorized the issuance of up to \$900,000,000 of senior-lien, fixed-rate revenue bonds to refund all or portions of its Series 2013A and Series 2014B revenue bonds, for purposes of reducing debt service. Such authorization to refund is contingent on achieving total net present value savings of at least 8% of the aggregate par amount of refunded bonds. The Tollway expects to refund a portion of such bonds in 2021. No savings from such a refunding have been assumed in the 2021 Budget.

PROJECTED FUTURE BOND ISSUANCE TO FUND PORTIONS OF THE MOVE ILLINOIS

During the years 2013–2019, the Tollway issued eight series of fixed-rate, senior-lien revenue bonds totaling \$3,100,000,000 par amount to fund portions of the *Move Illinois* Program. The following table lists projected future issuance for the bond-financed portion of the *Move Illinois* Program. The bonds of the first issuance listed below were sold December 1, 2020. The issue is scheduled to close December 17, 2020.

<u>Timing</u>	<u>Amount</u>	<u>Board Authorization</u>
December 2020	\$500,000,000	Yes
May 2021	\$300,000,000	No
September 2021	\$300,000,000	No
2022	\$600,000,000	No
2023	\$450,000,000	No
2024	\$400,000,000	No
Total	\$2,550,000,000	

Bond issue amounts and timing are subject to change, depending on rate of capital spending, market conditions, and/or other factors.

ESTIMATED DEBT SERVICE OBLIGATIONS

The following graph shows estimated debt service obligations on Tollway bonds, including the \$500 million bonds scheduled to close December 17, 2020 and also including assumed issuances of: (i) \$300 million fixed-rate bonds in May 2021; and (ii) \$300 million fixed-rate bonds in September 2021. The graph shows gross debt service; it does not net out anticipated federal subsidies in connection with the outstanding Build America Bonds, i.e. the \$400 million Series 2009A and \$280 million Series 2009B bonds. Per the provisions of the American Recovery and Reinvestment Act's Build America Bonds program, the Tollway expects to receive subsidy payments on these taxable Series 2009A/B bonds. Such subsidy payments reduced debt service by \$13.6 million in 2019 and are also expected to reduce 2020 and 2021 debt service each by approximately \$13.6 million. The subsidy payments were originally expected to be

higher, but since 2013 have been reduced due to federal sequestration. The current reduction in effect is a reduction of 5.7 percent.

In addition to transfers of revenues to the Debt Service Account for payments of principal and interest, there may also be transfers of revenues into the Provider Payment Account, a sub-account of the Debt Service Account for certain third-party costs such as bond rating agencies and bond trustee. No such transfers are expected to be necessary in 2021.

**Tollway Estimated Debt Service Obligations
(\$ Millions)**

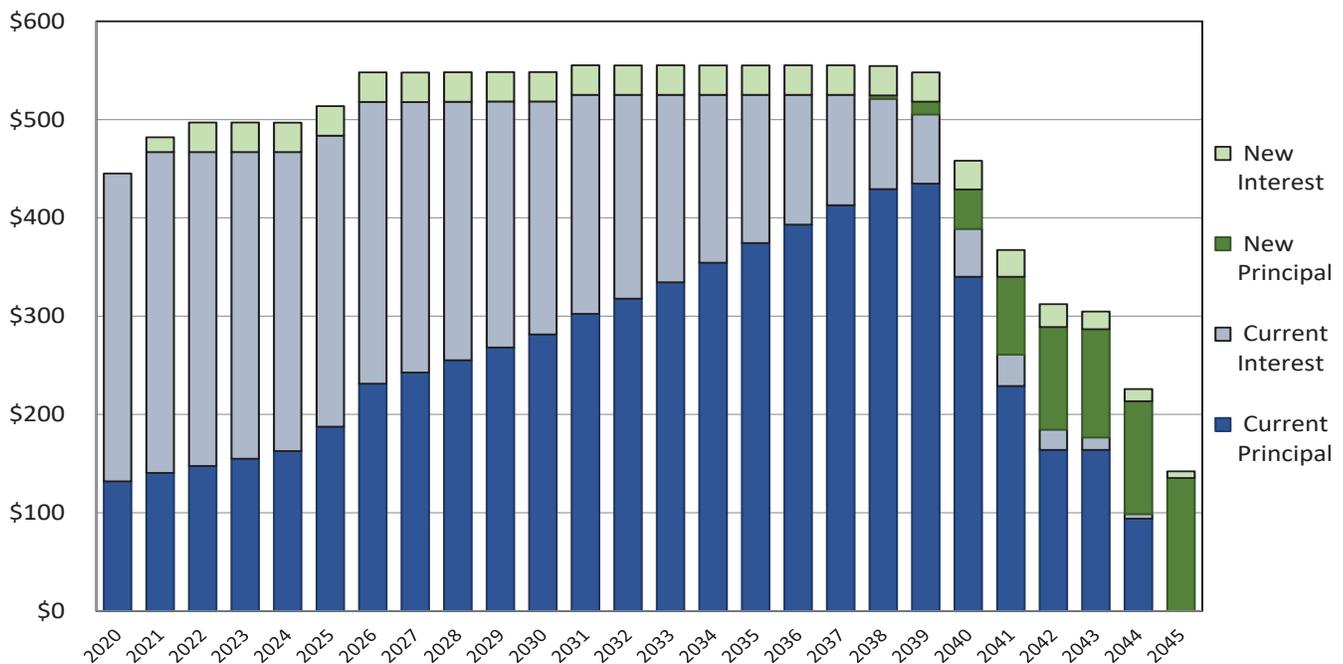


EXHIBIT 96

SECURITY FOR THE BONDS

The Tollway’s bonds are secured by a pledge of and lien on the net revenues generated by the Tollway system in accordance with the Amended and Restated Trust Indenture of 1999 (“Master Indenture”) and each respective Supplemental Indenture. Net revenues are defined in the Master Indenture as the annual revenues of the system net of operating expenses. To help ensure a sufficient amount of revenues to cover debt service, the Master Indenture, through which all Tollway outstanding bonds have been issued, includes a toll rate covenant that requires tolls to be set at rates which will produce a minimum of 1.3X debt service coverage. Furthermore, additional bonds may be issued only to the extent that the Tollway certifies: (i) compliance with the toll rate covenant for a consecutive 12-month period within the preceding 18 months; and (ii) projected compliance with the toll rate covenant for each year through five years after the completion of projects financed by the additional bonds. The Tollway’s debt service coverage is estimated to be 2.03x in 2020 and budgeted at 2.15x in 2021, both before adjustments for expected federal subsidies related to the Build America Bond program. Using debt service net of such expected federal subsidies, debt service coverage is estimated to be 2.10x in 2020 and budgeted at 2.21x in 2021. Each is well above the 1.3x covenant level.

Additional security is provided by the Tollway’s Debt Reserve Account, funded at maximum annual debt service (“MADS”) on all senior lien debt. As of December 3, 2020, MADS is \$500,187,050 (the debt service

obligation for fiscal year 2032), and the Debt Reserve Account is valued at \$506,793,336, consisting of \$406,793,336 in investments and a \$100 million financial guaranty from Berkshire Hathaway Assurance Corp., which qualifies as a Debt Reserve Account Credit Facility under the Master Indenture and which expires on January 1, 2033. Berkshire Hathaway Assurance Corp. is rated “Aa1” by Moody’s and “AA+” by Standard & Poor’s. The surety policy is guaranteed by Colombia Insurance Company, which is rated “A++” (highest rating) by A.M. Best. Assuming the closing of the Series 2020A Bonds scheduled for December 17, 2020, MADS is \$525,190,000 (the debt service obligation for fiscal year 2037) as of that date. Series 2020A bond proceeds in the amount of \$18,396,664 will be deposited to the Debt Reserve Account on December 17, 2020 to meet the MADS requirement as of that date.

DEBT SERVICE COVERAGE

The Tollway has historically maintained debt service coverage well above required ratios. Debt Service Coverage Ratios are calculated by dividing the Net Revenues (i.e. revenues net of operating expenses) by the Aggregate Debt Service for a given year. The following chart shows actual debt service coverage for fiscal years 2014 through 2019, estimated debt service coverage for 2020 and budgeted debt service coverage for 2021. Note that debt service in the following chart includes annual liquidity and remarketing fees associated with variable rate bonds in years before the variable rate bonds were refunded into fixed rate.

Debt Service Coverage: Actual 2014-2019, Estimated 2020 and Budgeted 2021

	(\$thousands)							
	Actual						Estimated	Budgeted
	2014	2015	2016	2017	2018	2019	2020	2021
Operating Revenues	\$1,036,156	\$1,220,463	\$1,298,800	\$1,401,818	\$1,458,141	\$1,509,624	\$1,270,000	\$1,415,000
Operating Expenses	\$297,821	\$298,479	\$309,239	\$319,538	\$336,361	\$350,207	\$365,000	\$380,000
Net Operating Revenues	\$738,335	\$921,984	\$989,561	\$1,082,279	\$1,121,780	\$1,159,418	\$905,000	\$1,035,000
Debt Service (incl. Liq. Fees)	\$1,036,156	\$365,398	\$393,912	\$405,840	\$429,419	\$423,496	\$445,169	\$481,954
Debt Service Coverage (X)	2.97	2.52	2.51	2.67	2.61	2.76	2.03	2.15
Build America Bond (“BAB”) Subsidies & Pre-paid Interest	\$738,335	\$15,099	\$15,131	\$15,148	\$15,205	\$13,555	\$13,557	\$13,571
Debt Service Coverage after BAB Subsidies & Pre-paid Interest (X)	2.50	2.63	2.61	2.77	2.71	2.83	2.10	2.21

EXHIBIT 97

Annual transfers of revenues to the Trustee-held Debt Service Account included in the “Executive Summary” and “Fund Structure” sections will not match debt service included in the preceding chart, due to: (i) certain advance funding requirements and other timing-related differences between the funding of the Trustee-held Debt Service Account and the payments of debt service from that Account; and (ii) the additional source of funds from the Build America Bond subsidies (see separate line-item in the above chart) which reduces the amount of revenues required to fund debt service for those bonds.

Regarding the significant decline in revenues from 2019 to 2020 as shown in the preceding chart, please see the “Revenue Sources and Underlying Assumptions” section and CDM Smith’s Toll Revenue Certificate in the appendix for more information

MUNICIPAL BOND RATINGS

In concert with each new bond issuance, the Tollway applies for municipal bond ratings from Fitch Ratings, Moody's Investor Services and Standard & Poor's. Each rating agency reviews the Tollway's fiscal condition, capital financing plan, debt coverage ratios and various other factors to assess the Tollway's ability to repay its debt obligations. The underlying ratings of the Tollway's bonds are A1, AA- and AA- by Moody's Investors Service, Fitch Ratings and Standard & Poor's, respectively. These ratings were last affirmed in connection with the December 1, 2020, sale of Series 2020A Bonds. The ratings were also reviewed earlier in 2020 by each rating agency in connection with their assessments of the impact of the COVID-19 pandemic. In connection with the COVID-19 review, each of Moody's and Standard & Poor's lowered the Tollway's "Outlook" from Stable to Negative. Fitch maintains a Stable Outlook for its Tollway's rating.

INTEREST RATE EXCHANGE AGREEMENTS

In the past the Tollway has utilized variable-to-fixed interest rate exchange agreements (swaps) to produce a "synthetic fixed interest rate" in which the Tollway pays a fixed interest rate to a swap provider in exchange for the swap provider's payment of a variable interest rate intended to approximate the variable interest rate paid by the Tollway to bondholders. In 2019, the Tollway refunded all of its outstanding variable rate bonds and terminated all related swap agreements. Currently the Tollway has no plans to utilize swap agreements in the near future.

PAGE INTENTIONALLY LEFT BLANK



BUDGET PROCESS AND DOCUMENTS

GENERAL

The Trust Indenture and the Toll Highway Act provide a basis for the Tollway's budget process. The Trust Indenture requires the preparation of a tentative budget of the operating expenses for the ensuing fiscal year on or before October 31 of each fiscal year. The Tollway must demonstrate that revenues are sufficient to pay for operating costs, debt service and required deposits for the maintenance and repair of the toll roads as certified by an independent consulting engineer. The tentative budget includes the amounts budgeted for operating expenses and amounts required to be deposited into the Renewal and Replacement Account. The Tollway must also provide accompanying estimates of the amount that will be available for credit to the Improvement Account (for improvements to the Tollway system). The tentative budget also includes a statement of the actual revenues for the first eight months of the current fiscal year and estimated revenues for the next four months of the current fiscal year and for the ensuing fiscal year. The tentative budget is submitted to the trustee, the consulting engineer and other entities, as required.

On or before January 31 of each fiscal year, the Tollway will adopt the annual budget for such fiscal year.

BUDGET REVIEW PROCESS AND IMPLEMENTATION

The Tollway's budget process begins in early July each year. The budget office prepares and distributes a preliminary budget for each department at department and cost center levels based on actual and projected expenditures. Departments are asked to submit planning requirements, new initiatives, programs, headcount changes or other assumptions to be incorporated into their upcoming Maintenance and Operations Budget requests, as well as their Capital Budget requests. Once the departmental budget requests are returned to the budget office, the initial preliminary budget is compared to the departmental budget request indicating dollar and percent changes along with proper justification.

The preliminary/departmental comparison budget is then presented to the Chief Financial Officer (CFO) by the budget office. Financial impacts are discussed and the CFO reviews the requests based on the justification provided. Meetings are then held with budget staff, department chiefs and the CFO to discuss and finalize the budget requests. The budget requests are then reviewed by the CFO and Executive Director for final review and sign-off prior to Board approval. This process results in the tentative budget that will be submitted to the Board of Directors.

The tentative budget is presented to the Board of Directors in October. Requested changes by the Board of Directors and executive management will be incorporated into the tentative budget and public hearings will be held in November. The budget office will review and incorporate changes from the Board of Directors, executive management, and public comments. A final budget is then presented to the Board of Directors in December.

The budget is monitored throughout the fiscal year. Quarterly financial reviews that report budget vs. actuals are provided to the Board and posted on the Illinois Tollway's website.

BUDGET AMENDMENT

The Illinois Tollway Board of Directors may at any time adopt an amended annual budget. If the Tollway adopts an amended budget for total operating expenses exceeding 110 percent of the annual budget initially adopted, the Tollway shall give the consulting engineers not less than 10 days prior written notice, including a copy of the proposed amended annual budget. If the consulting engineer files an objection to such notice, such amended budget shall not be effective or supersede any prior annual budget until the Board of Directors adopts the amended budget by not less than a three-fifths vote of all directors at a public meeting. Notice of such public meetings shall be given in accordance with the law.

BUDGETARY BASIS OF ACCOUNTING

The Tollway's financial statements are prepared in accordance with Generally Accepted Accounting Principles (GAAP). The Tollway uses accrual basis of accounting for its proprietary funds. Revenues are recognized in the accounting period they are earned and become measurable. Expenses are recognized in the accounting period in which the liability is incurred.

The annual budget is prepared on a basis of accounting that differs from GAAP. Under the provisions of the Trust Indenture, the basis of accounting followed for the revenue fund and the construction fund differs from GAAP. The following are some of the major differences in accounting treatment:

1. Capital construction and asset acquisitions are charged against fund balance as incurred. In addition, there is no provision for depreciation.
2. Monies received from sale of assets are recorded as revenue when the cash is received.
3. Monies received for long-term fiber optic leases are recorded as revenue when received.
4. Principal retirements on revenue bonds are expensed when paid. The results of defeasement are accounted for as revenue or expense at the time of the transaction.
5. Bond proceeds (including premiums) are recorded as income in the year received. Amounts received from refunding issuances or discounts, if any, are recorded net of transfers to the escrow agent.
6. Capital lease obligations are not recorded. Payments under capital leases are expensed in the period payments are made.
7. GASB 89 was implemented by the Tollway in 2018 which eliminated the requirement to capitalize construction period interest. We continue to amortize previously capitalized interest but no additional interest has been capitalized since January 1, 2018.
8. Recoveries of expenses are classified as decreases in operating expenses for Trust Indenture and as miscellaneous operating revenue for GAAP.
9. Construction expenses incurred under intergovernmental agreements are decreased by payments received under these intergovernmental agreements.
10. Transponder purchases and other miscellaneous expenses are reflected in the Renewal and Replacement Fund as a capital expense, but reflected as operating expense for purposes of GAAP.
11. Prepaid expenses, except for bond issuance, are recorded only if refundable.
12. The provisions of GASB 68 regarding net pension liability and deferred outflows and inflows of resources are not reflected in the trust indenture statements.
13. The provisions of GASB 75 regarding the net OPEB liability and deferred outflows and inflows of resources are not reflected in Trust Indenture reporting.

2021 Budget Planning Calendar by Task	Date(s)	
Prepare capital planning materials including current expenditures for roadway and non-roadway capital projects, new capital budget request forms and instructions.	6/15/2020	7/17/2020
Prepare economic assumptions for salaries, wages, FICA and retirement, and guidelines regarding overall operating budget growth or reduction based on current or future programs.	7/13/2020	7/20/2020
Executive Director and CFO review and approve budget package which includes budget guidance, instructions and spreadsheets requesting justification.	7/13/2020	7/20/2020
Departments develop new capital requests through internal planning meetings and information gathering. Department chiefs manage the review process before the request is submitted to the budget office.	7/20/2020	8/21/2020
Departments develop their operating budget request through internal planning meetings and information gathering. Department chiefs manage the review process before the request is submitted to the budget office.	7/20/2020	8/21/2020
Request Annual Toll Revenue Certificate from Traffic Engineer	7/28/2020	7/28/2020
Budget office reviews departmental budget requests with the CFO and deputy chief of Finance. Financial impacts are discussed and new initiatives are evaluated based on the justifications provided by each department.	8/31/2020	9/9/2020
Accounting office prepares most recent financial data regarding revenues and expenditures for use in projecting revenues and expenditures for year end.	8/28/2020	9/25/2020
Meetings are held with department chiefs, the CFO, deputy chief of Finance and budget staff to discuss and finalize the departmental budget requests.	8/28/2020	9/4/2020
Budget office incorporates any changes to department requests from the meetings held.	8/28/2020	9/9/2020
Meetings are held with the Executive Director, COO, CFO and deputy chief of finance to discuss any modifications to each department's budget request.	9/4/2020	9/11/2020
Traffic Engineer submits Annual Toll Revenue Certificate.	9/11/2020	10/6/2020
RRI Cash Flow is developed with Revenue, Debt Service & RRI costs for review by Consultant Engineer for the RRI letter.	9/11/2020	10/6/2020
Consulting Engineer submits RRI letter.	9/11/2020	10/7/2020
Budget office - Develops 2021 Tentative Budget Power presentation.	9/11/2020	9/23/2020
Meeting with department chiefs, Executive Director and CFO are held, if necessary to finalize 2021 Tentative Budget.	9/15/2020	9/24/2020

2021 Budget Planning Calendar by Task	Date(s)	
CFO and Executive Director /review and approve 2021 Budget presentation.	9/24/2020	10/5/2020
The CFO, deputy chief of finance and the communications department review and edit budget book.	9/24/2020	10/5/2020
CFO and deputy chief of finance meet with Executive Director and COO on budget presentation.	10/6/2020	10/7/2020
Conference call with the Chairman, the Executive Director, COO, CFO and deputy chief of finance for a final review of the budget presentation.	10/8/2020	10/8/2020
Budget does a final review of the budget book and presentation after final comments/updates are received.	10/8/2020	10/8/2020
The 2021 Tentative Budget is presented to the Finance, Administration and Operations Committee via presentation; copies of the budget book are distributed.	10/9/2020	10/15/2020
The Tentative Budget books are delivered to the Board Members, Executive Office and department chiefs on the morning of the Board meeting. The CFO and the deputy chief of finance give a presentation to the Board.	10/15/2020	10/15/2020
2021 Tentative Budget Book and presentation are posted on Tollway's website.	10/15/2020	10/15/2020
Tentative Budget books and signed cover letter from Executive Office sent to General Assembly, Governor, the Clerk of the House of Representatives, the Secretary of the State, GOMB and the Commission on Government Forecasting and Accountability.	10/15/2020	11/13/2020
Public hearings for public comments.	November 2020	
Public comment (with public hearing transcripts) report prepared by communications department and distributed to Board members.	November 2020	
Budget Office develops the Final Budget book and presentation to include changes resulting from public hearings, executive letter, Strategic Plans and Demographic sections.	10/23/2020	12/7/2020
2021 Final Budget is presented to the Board for approval.	12/17/2020	12/17/2020
The Final Budget book is posted on the Tollway website.	12/18/2020	12/18/2020
The Final Budget books are distributed to Springfield, Rating Agencies and other entities for compliance with continuing disclosure requirements.	12/18/2020	12/18/2020
A written statement and report covering activities for the preceding calendar year is filed.	1/4/2021	3/12/2021
GFOA application and budget book is submitted for budget award consideration.	2/1/2021	3/12/2021

EXHIBIT 98

FINANCIAL POLICIES AND PRACTICES

GENERAL

The Tollway follows a defined set of policies and practices for directing the Tollway's fiscal affairs. These policies and practices have been reviewed as part of the financial planning process and are the basis for developing the annual budget, as well as our long-term financial plan. These policies will allow the Tollway to keep operating costs low and maintain its strong financial condition while providing quality services to its customers.

REVENUES

Traffic volume assumptions are derived by reviewing historical data and analyzing the impact of current economic conditions, local and regional economic indices, energy price trends, demographic and population trends, employment trends, industry and home building development, household income and roadway capital projects.

Surpluses identified, but not included in the annual base-operating budget, are dedicated to the capital plan.

The Tollway maintains a revenue monitoring system to assist in trend analysis and revenue forecasting.

The Tollway will support legislation that will allow for expanded, progressive and fiscally responsible financing measures.

The revenue model assumes the new passenger vehicle toll schedule, which went into effect January 1, 2012, and previously approved increases in commercial vehicle toll rates beginning January 1, 2015. The passenger vehicle toll rates were passed, and the commercial vehicle toll rates were affirmed coinciding with approval of the *Move Illinois* Program on August 25, 2011.

EXPENDITURES

1. The Tollway will maintain a level of expenditures, which will provide for the public well-being and safety of its roads.
2. Expenditures will be within the availability of generated revenues, bonds issued for construction and unreserved fund balances.
3. The Tollway will maintain expenditure categories according to state statutes, the Trust Indenture and administrative rules.
4. The Tollway will forecast its capital expenditures for the duration of the *Move Illinois* Program and may update this forecast annually with multi-year plans. Expenditure forecasts will be cognizant of the elastic and inelastic structure of revenues.
5. Annual operating and capital budgets should provide for adequate design, construction, maintenance and replacement in the Tollway's capital program.

DEBT ADMINISTRATION

1. The Tollway will maintain regular communication with credit rating agencies and facilitate disclosure of financial and management issues important to investors.
2. Capital plans proposed for financing through debt should be accompanied by an



analysis of the future maintenance and operations costs.

3. The Tollway will oversee and coordinate the timing, process of issuance and marketing of bonds and other capital financing activities required in support of its capital program.
4. The Tollway will allocate sufficient revenues to finance ongoing maintenance needs.
5. No debt will be issued for the purpose of funding capital projects until authorized by the Board of Directors at a public meeting.
6. Borrowing should be of a duration that does not exceed the average economic life of the project(s) that it finances. To the extent possible, the Tollway will design the repayment of debt to recapture rapidly its credit capacity for future use.
7. The Tollway will seek to issue its debt obligations through a sale method that will produce the best results for the Tollway.
8. When determined appropriate, legally permissible and approved by the Board of Directors, the Tollway may elect to sell its debt obligations through competitive sealed bid, competitive selection and negotiation or a private placement.
9. The Tollway may issue advance refunding bonds and current refunding bonds (as defined for federal tax law purpose) when advantageous, legally permissible, prudent and in the best interest of the Tollway and its customers and authorized by the Board.
10. The Tollway may choose to defease its outstanding indebtedness through purchase of its securities on the open market, when market conditions make such an option financially feasible.

RESERVE POLICY

1. The Tollway will maintain an operating reserve. The Board of Directors may alter the reserve to best suit financial levels of the Tollway. This reserve shall be created and maintained to provide the capacity to:
 - (a) Offset unexpected downturns or reductions in revenues
 - (b) Ensure sufficient cash flow for daily financial needs at all times
 - (c) Offset unexpected increases in expenditures

CASH MANAGEMENT

1. The Illinois Tollway's Investment Policy ("Policy") describes the Tollway's intent to invest all funds under the Tollway's control in a manner that provides the highest investment return using safe authorized instruments, while meeting the Tollway's daily cash flow demands in conformance with all state statutes and any amended and revised Trust Indenture governing the investment of Tollway funds.
2. The primary objective in the investment of Tollway funds is to ensure the safety of principal, while managing liquidity to pay the financial obligations of the Tollway and providing the highest investment return using authorized instruments.
3. The cash management process is designed to accurately monitor and forecast expenditures and revenues, enabling the Tollway to invest funds for investment purpose to the fullest extent possible. The Tollway will match fund flows to projected disbursements.
4. The Tollway comingles funds. Interest revenue derived from comingled investments is allocated to the participating funds monthly. Criteria for selecting investments and the order of priority are:
 - (a) Safety. The safety of principal is the foremost objective of the investment program. Tollway investments shall be undertaken in a manner that seeks to ensure the preservation of capital in the portfolio. To attain this objective, diversification is required to ensure that the Tollway prudently manages market, interest rate and credit risks.

- (b) Liquidity. The investment portfolio shall remain sufficiently liquid to enable the Tollway to meet all operating requirements that might be reasonably projected.
- (c) Return on Investment. The investment portfolio shall be designed to obtain the highest available return, taking into account the Tollway's investment risk constraints and cash flow requirements.

ACCOUNTING, AUDITING AND FINANCIAL REPORTING POLICIES

1. The Tollway is a component unit of the state of Illinois and is accounted for as a proprietary fund (enterprise fund) using the flow of economic resources measurement focus.
2. The Tollway uses the accrual basis of accounting. Under the accrual basis of accounting, revenue is recognized in the period in which it is earned, and expenses are recognized in the period in which they are incurred.
3. The Tollway accounts for operations and financing in a manner similar to private business enterprises. The intent is that costs of providing goods or services to the general public on a continuing basis be financed or recovered primarily through user charges.
4. The Tollway has established and maintains high standards for accounting practices in conformance with Generally Accepted Accounting Principles (GAAP) for governmental entities as promulgated by the Governmental Accounting Standards Board (GASB).
5. The accounting systems maintain records on bases consistent with accepted standards for governmental accounting.
6. An independent firm of certified public accountants contracted by the Auditor General of Illinois performs an annual financial audit in accordance with Generally Accepted Auditing Standards (GAAS) and publicly issues an opinion, which is published in the Financial and Compliance Examination Report issued by the CPA firm, as well as the Tollway's Comprehensive Annual Financial Report (CAFR).
7. The Tollway annually seeks the Government Finance Officers Association Certificate of Achievement for Excellence in Financial Reporting Program. This certificate has been awarded to the Tollway annually since 1995.
8. The Tollway promotes full disclosure in its annual financial statements and its bond presentations and official statements.
9. The Tollway considers highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

PAGE INTENTIONALLY LEFT BLANK

POPULATION AND DEMOGRAPHICS

Community Served

From its beginnings in the late 1950s, the Illinois Tollway was planned to provide efficient interstate travel between Wisconsin, Illinois and Indiana around the city of Chicago, complementing the Chicago expressway network. The Tollway helped facilitate the economic and residential development of suburban Chicago and served a significant suburban commuter system market. In the 1970s and 1980s, suburban employment grew rapidly and the use of the Tollway system for suburb-to-suburb work trips grew accordingly. In response, the Tollway added interchanges throughout the urbanized area and, in 1989, constructed the North-South Tollway, now the Veterans Memorial Tollway (I-355), to better serve the suburb-to-suburb work trip market. A 12-mile extension of that route into Will County was opened to traffic in 2007. The newest Tollway route, the Illinois Route 390 Tollway, opened in 2016, with an extension opening in November 2017. As a result of this growth, the Tollway saw average daily transactions grow from 485 thousand in 1970 to 2.8 million in 2019 and average daily vehicle counts increased from 255 thousand to more than 1.6 million.

Today, the Tollway provides vital transportation links between people and their jobs and between businesses and their customers. The Tollway provides access to headquarters for the state’s leading employers and largest companies, serving both Chicago-bound, reverse and inter-suburban commuters alike.

Tollway Service Area Map



EXHIBIT 98



User Profile

Passenger cars account for approximately 88 percent of the Tollway usage and commercial vehicles account for the remainder. The heaviest usage of the Tollway is on weekdays. On Saturdays, traffic is typically down about 10 percent from an average day and Sundays see the lowest use, down about 24 percent from an average day. Seasonal variation in traffic also exists. The summer months of June, July and August have the highest levels of usage, with average daily traffic approximately 8 percent higher than the yearly average. During the summer, passenger car recreational usage is higher, but commercial vehicle activity is also slightly higher. January typically has the lowest usage, with average daily traffic about 15 percent below the average month in 2019. Note that January 2019 transactions were affected by severe winter weather; January transactions were about 9 percent below the average month in 2018.

Periodic Origin-Destination surveys* are conducted at locations on the Tollway system. From the latest survey where users were asked questions about their trip-making, a profile of some user characteristics emerged. On a typical weekday, about 61 percent of the peak-hour usage is for work-related trips; either trips to/from a place of employment or for company business. Slightly more than 50 percent of the peak-hour users are on the Tollway at least five times per week. Less than 20 percent of the peak-hour users are fairly infrequent travelers on the Tollway, using it less than once a week. The most typical Tollway weekday user is a resident of the suburban Northern Illinois area. This customer uses the Tollway on a daily basis to make trips to and from work with a work destination in either suburban Chicago or Chicago itself. On weekend days, the usage pattern changes slightly as more of the travel is performed by less frequent users. Non-work travel makes up the majority of the usage during these weekend periods. While the majority of users are from Northern Illinois, there are more out-of-area users on the system on weekend periods than during the weekday periods.

Population

Tollway routes pass through 12-counties in Northern Illinois. Counties served by Tollway routes include Boone, Cook, DeKalb, DuPage, Kane, Lake, Lee, McHenry, Ogle, Whiteside, Will and Winnebago counties.

The 12 counties of the Tollway service area had a combined 2019 population of nearly 8.9 million, mostly living within the Chicago metropolitan area. The largest county in the area, Cook County, has a population of approximately 5.2 million and includes mature population centers such as the city of Chicago and inner-ring suburbs, as well as fast-growing exurban areas in the northwestern portion of the county. DuPage County, the second most populous county in the metropolitan area, had almost 923,000 residents in 2019. Both Cook and DuPage counties are well served by the Tollway and have a mix of residential and employment-generating land uses. Other counties, including Kane, Lake, McHenry and Will include a mix of mature suburban population centers, satellite cities and recent suburban development.

The remaining six counties in the Tollway service area are generally rural in character, with populations of fewer than 110,000. The exception is Winnebago County with 283,000. It is home to Rockford, the third largest city in Illinois.

*Jane Addams Memorial Tollway Express Toll Lanes Travel Study Report prepared for Delcan (December 2012).

Service Area Population 1980 vs. 2019

County	1980 Population*	2019 Population**	Net Change	Annual % Change
Boone	28,600	53,500	24,900	1.6%
Cook	5,253,600	5,150,200	(103,400)	(0.1%)
DeKalb	74,600	104,900	30,300	0.9%
DuPage	658,900	922,900	264,000	0.9%
Kane	278,400	532,400	254,000	1.7%
Lake	440,400	696,500	256,100	1.2%
Lee	36,330	34,100	(2,230)	(0.2%)
McHenry	147,900	307,800	159,900	1.9%
Ogle	46,300	50,600	4,300	0.2%
Whiteside	66,000	55,200	(10,800)	(0.5%)
Will	324,500	690,700	366,200	2.0%
Winnebago	250,900	282,600	31,700	0.3%
Total	7,606,430	8,881,500	1,275,070	0.4%

*US Census Bureau, 1980 census

**US Census Bureau, County Population Totals: 2010-2019

EXHIBIT 99

Service Area Population 2010 vs. 2019

County	2010 Population*	2019 Population**	Net Change	Annual % Change
Boone	54,200	53,500	(700)	(0.1%)
Cook	5,194,700	5,150,200	(44,500)	(0.1%)
DeKalb	105,200	104,900	(300)	(0.0%)
DuPage	916,900	922,900	6,000	0.1%
Kane	515,300	532,400	17,100	0.4%
Lake	703,500	696,500	(7,000)	(0.1%)
Lee	36,000	34,100	(1,900)	(0.6%)
McHenry	308,800	307,800	(1,000)	(0.0%)
Ogle	53,500	50,600	(2,900)	(0.6%)
Whiteside	58,500	55,200	(3,300)	(0.6%)
Will	677,600	690,700	13,100	0.2%
Winnebago	295,300	282,600	(12,700)	(0.5%)
Total	8,919,500	8,881,500	(38,000)	(0.0%)

*US Census Bureau, 2010 census

**US Census Bureau, County Population Totals: 2010-2019

EXHIBIT 100

Tollway Service Area Population 2019 – 2040 Forecast

The population of the 12-county service area is expected to continue to grow. By the year 2040, the total population is estimated to exceed 9.2 million. Nine out of the 12 counties are expected to grow in population over the coming decades, with relatively higher growth rates projected for the outer suburban counties of McHenry, Kane, Boone and Lake. Will County is anticipated to grow by 1.2 percent annually until 2040, surpassing Lake County as the third most populous county in the Tollway service area.

Service Area Population 2019 vs. 2040

County	2019 Population*	2040 Population Estimate**	Net Change	Annual % Change
Boone	53,500	63,200	9,700	0.8%
Cook	5,150,200	5,019,100	(131,100)	(0.1%)
DeKalb	104,900	115,400	10,500	0.5%
DuPage	922,900	966,000	43,100	0.2%
Kane	532,400	632,400	100,000	0.8%
Lake	696,500	747,200	50,700	0.3%
Lee	34,100	32,600	(1,500)	(0.2%)
McHenry	307,800	353,500	45,700	0.7%
Ogle	50,600	51,100	500	0.0%
Whiteside	55,200	52,000	(3,200)	(0.3%)
Will	690,700	896,500	205,800	1.2%
Winnebago	282,600	289,200	6,600	0.1%
Total	8,881,500	9,218,100	336,600	0.2%

*US Census Bureau, County Population Totals: 2010-2019

**Woods & Poole Economics, Inc. (W&P), 2020 Complete Economic and Demographic Data Source (CEDDS).

EXHIBIT 101

Employment

Employment growth is a key indicator of the Tollway service area's economic growth, as well as an important factor in predicting Tollway traffic.

Tollway Service Area Employment 2010 – 2019

Employment in the 12-county service area increased by nearly 840,000 jobs from 2010 to 2019. The largest employment increase occurred in Cook County with nearly 508,000 new jobs followed by almost 124,000 new jobs in DuPage County. All other counties also showed increases between 900 and 102,000 jobs. It should be noted that 2010 employment reflected the lingering effects of the recent national economic recession that began in the fall of 2007.

Service Area Employment 2010 vs. 2019

County	2010 Employment	2019 Employment *	Net Change	Annual % Change
Boone	19,800	25,800	6,000	3.0%
Cook	3,122,800	3,630,600	507,800	1.7%
DeKalb	52,800	54,400	1,600	0.3%
DuPage	689,700	813,400	123,700	1.8%
Kane	257,300	284,200	26,900	1.1%
Lake	428,900	478,800	49,900	1.2%
Lee	15,400	17,100	1,700	1.2%
McHenry	134,800	142,500	7,700	0.6%
Ogle	22,400	23,300	900	0.4%
Whiteside	27,100	28,400	1,300	0.5%
Will	252,300	353,900	101,600	3.8%
Winnebago	155,300	164,500	9,200	0.6%
Total	5,178,600	6,016,900	838,300	1.7%

Employment reported based on U.S. Commerce Dept. Bureau of Economic Analysis definition.

*Woods & Poole Economics, Inc. (W&P), 2020 Complete Economic and Demographic Data Source (CEDDS).

EXHIBIT 102

Tollway Service Area Employment 2019 – 2040 Forecast

The following table shows forecasted change in employment for the 12 counties. Significant employment growth is generally expected in the Tollway service area. By 2040, the number of jobs in the service area is forecasted to grow by more than 1.2 million.

Service Area Employment 2019 vs. 2040

County	2019 Employment *	2040 Forecast Employment**	Net Change	Annual % Change
Boone	25,800	36,200	10,400	1.6%
Cook	3,630,600	4,270,700	640,100	0.8%
DeKalb	54,400	65,500	11,100	0.9%
DuPage	813,400	977,300	163,900	0.9%
Kane	284,200	336,500	52,300	0.8%
Lake	478,800	562,500	83,700	0.8%
Lee	17,100	17,700	600	0.2%
McHenry	142,500	168,100	25,600	0.8%
Ogle	23,300	26,000	2,700	0.5%
Whiteside	28,400	30,800	2,400	0.4%
Will	353,900	567,300	213,400	2.3%
Winnebago	164,500	177,200	12,700	0.4%
Total	6,016,900	7,235,800	1,218,900	0.9%

*Woods & Poole Economics, Inc. (W&P), 2020 Complete Economic and Demographic Data Source (CEDDS).

EXHIBIT 103

Appendix



PAGE INTENTIONALLY LEFT BLANK



701 Warrenville Road, Suite 110
Lisle, Illinois 60532
tel: 630 434-8111

October 7, 2020

Ms. Cathy Williams
Chief Financial Officer
Illinois State Toll Highway Authority
2700 Ogden Avenue
Downers Grove, Illinois 60515

Subject: Annual Toll Revenue Certificate 2021

Dear Ms. Williams:

In accordance with the Trust Indenture of the Illinois State Toll Highway Authority (Tollway), Section 713(3), the Tollway's Traffic Engineer must submit an annual written estimate of toll revenue for the remainder of the current fiscal year 2020 and the subsequent fiscal year 2021. Estimates of expected revenue contained in this document incorporate the current known construction schedule, system improvements, rate schedule changes, state of the economy, impacts related to the ongoing COVID-19 pandemic, and other considerations pertaining to near-term estimated system performance.

Estimates are of expected revenue, which is the sum of all toll revenue that would be realized if 100 percent of transactions were recorded at the proper rate and resulted in full payment. Expected revenue does not include the effects of overpayments, underpayments, toll evasion, or toll evasion recovery. The term "revenue" in this document means expected revenue.

Short-term revenue forecasts are based on several key variables. CDM Smith reviews recent trends in the context of historical averages. This includes a review of actual transactions and revenue by plaza, month, vehicle classification, and payment type. Any variation from the prevailing trends is noted and, where possible, attributed to a particular event or ongoing condition. By understanding when and where these variances occur, CDM Smith can better estimate how similar events may impact Tollway performance in the future.

Following a thorough review of recent performance, CDM Smith addresses any factors that will affect traffic in the coming months and following year. Factors that may affect future traffic and revenue include scheduled construction, both on and off the system; system improvements, including added capacity or new interchanges; planned developments; and expected near-term economic trends

A new factor that has substantially reduced transaction and revenue performance on the Tollway system is the ongoing COVID-19 pandemic. The novel nature of the virus, as well as evolving public





Ms. Cathy Williams
October 7, 2020
Page 2

policy responses at the national, state, and local levels, introduces significant uncertainty into the near-term traffic and revenue forecasts.

Revenue Performance Year to Date

Total expected revenue for January through August 2020 is lower than expected revenue for the same period in 2019 by an estimated 12.8 percent, or \$124.5 million.¹ Starting in mid-March 2020, traffic volumes on the Tollway and throughout the U.S. decreased significantly as a result of social distancing measures adopted in response to the COVID-19 pandemic. In Illinois, social distancing measures include the Governor's stay-at-home order first issued on March 20 and widespread school and workplace closures. **Figure 1** presents 2020 transaction trends by week, compared to 2019 levels and forecasted transactions for 2020 in CDM Smith's Annual Revenue Certificate (October 2019).

In the first two months of 2020, revenue grew by 6.3 percent compared to 2019, due in part to a decrease in construction work and mild winter weather impacts. For March through August 2020, revenues were 18.0 percent below 2019 revenues for the same period. Revenue impacts were most significant in April and May when COVID-19-related closures were most significant throughout the state of Illinois. Since then, revenues have gradually increased to approach 2019 levels, particularly for commercial vehicles (CVs), as the state has shifted from Phase 1 to Phase 4 of the Governor's *Restore Illinois* reopening plan. In July and August 2020, revenues were within 11.0 percent of 2019 revenues.

The impact of the pandemic restrictions and closures has been most significant on passenger cars (PCs). For March through August, PC expected revenues were 32.2 percent below 2019 expected revenues for the same period. In comparison, CV expected revenues were 1.9 percent below 2019 expected revenues for that period.

Revenue growth in 2021 is expected to outpace 2020 as economic and social recovery from the COVID-19 pandemic continues. In addition, natural growth in regional travel demand and the completion of construction projects on I-90, I-94, and I-294 will contribute to traffic growth. Nevertheless, revenue growth in 2021 is still expected to be dampened by ongoing construction activity, as summarized later in this report (**Table 4**).

The remainder of this document presents a review of transaction performance to date, recent economic performance, and a description of CDM Smith's forecasting methodology and findings.

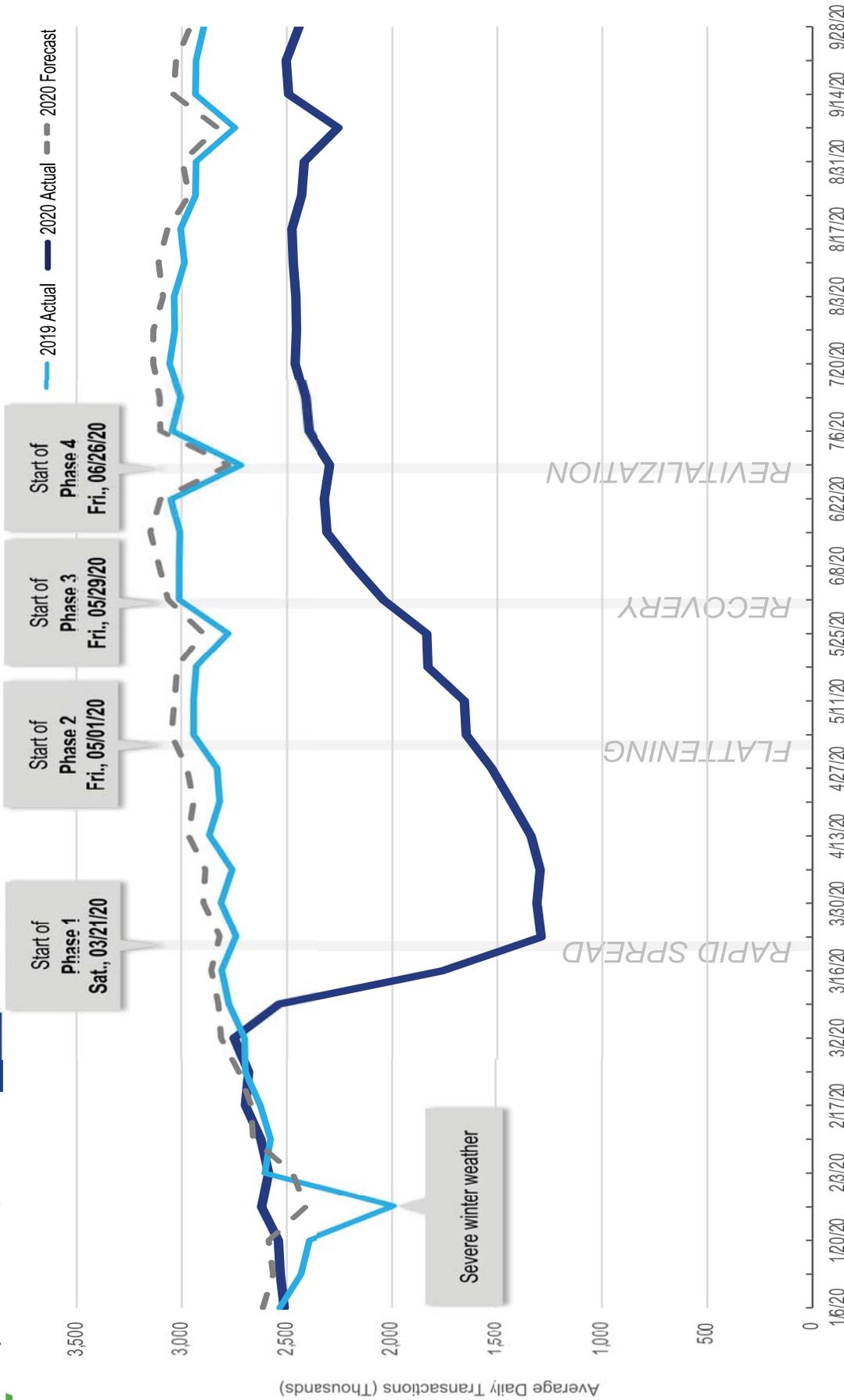
¹ Year-end audited results may differ.





Illinois Tollway – COVID-19 Trends

For more information, visit the Governor's [Restore Illinois plan](#).



Systemwide Transactions by Week – Since January 2020

Figure 1





Ms. Cathy Williams
October 7, 2020
Page 4

Recent Transaction Trends

This section compares 2020 year-to-date transactions (January through August) to transaction trends over the last five years—between 2015 and 2019. The comparison is first presented for total transactions on the Tollway, followed by comparisons for PC and CV transactions.

Table 1 presents total observed systemwide transactions by month between January 2015 and August 2020. Between 2015 and 2017, transactions increased annually by an average of 6.4 percent. This significant growth can be attributed to continued economic growth, a rise in CV traffic, the opening of the new IL 390 Tollway, the completion of widening the Jane Addams Memorial Tollway, and the opening of new interchanges. In 2018 and 2019, growth declined to 1.2 and 1.4 percent, respectively. This lower growth rate can be attributed to several significant construction projects that began in 2018 and continued into 2019, including reconstruction and widening work on I-355, reconstruction on I-88 between York Road and I-290, reconstruction on the Edens Spur, and reconstruction and widening work on I-294 between the O'Hare Oasis and Balmoral Avenue. In addition, reconstruction work began on the BNSF Bridge and Mile-Long Bridge on the central Tri-State in 2019.

Table 1. Total Transactions by Month (Millions)

	2015		2016 ⁽¹⁾		2017 ⁽²⁾		2018 ⁽³⁾		2019		2020	
	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng
January	64.9	3.6%	67.2	10.3%	74.2	4.6%	77.6	-6.6%	72.5	8.1%	78.3	
February	60.1	11.0%	66.6	6.7%	71.1	-0.4%	70.8	3.0%	72.9	4.4%	76.2	
March	71.6	5.0%	75.2	8.4%	81.5	5.1%	85.6	-1.1%	84.7	-25.1%	63.4	
April	73.2	1.3%	74.2	8.7%	80.6	4.1%	83.9	0.6%	84.4	-51.3%	41.1	
May	77.0	2.7%	79.1	10.1%	87.1	3.8%	90.4	-0.1%	90.3	-41.3%	53.1	
June	77.5	2.6%	79.5	10.4%	87.8	1.8%	89.3	0.2%	89.5	-25.3%	66.9	
July	80.9	4.7%	84.7	3.6%	87.8	2.0%	89.6	2.9%	92.2	-18.4%	75.2	
August	79.7	8.0%	86.0	5.1%	90.4	0.1%	90.5	3.2%	93.4	-19.2%	75.4	
September	75.5	7.5%	81.2	4.5%	84.9	-2.5%	82.8	3.7%	85.8			
October	78.1	6.5%	83.1	4.2%	86.6	0.9%	87.4	4.1%	91.0			
November	70.8	10.9%	78.5	6.3%	83.5	-3.9%	80.2	2.8%	82.5			
December	72.3	5.7%	76.4	7.1%	81.8	-1.2%	80.8	4.0%	84.0			
Total	881.6	5.7%	931.9	7.0%	997.3	1.2%	1,008.9	1.4%	1,023.2			
Total (Jan-Aug)									679.9	-22.1%	529.5	

(1) Tolling on IL 390 between Lake Street (US 20) and Rohlwing Road (IL 53) began on July 5, 2016.

(2) Widening and reconstruction on the Jane Addams Memorial Tollway was completed at the end of 2016

(3) Tolling on IL 390 between Rohlwing Road (IL 53) and Busse Road (IL 83) began on November 1, 2017.





Ms. Cathy Williams
October 7, 2020
Page 5

Recent PC and CV transaction trends are presented in **Table 2** and **Table 3**. While still increasing year over year, PC transaction growth slowed in both 2018 and 2019 to 0.6 percent and 1.3 percent, respectively. These growth rates are lower than the 5.9 percent and 7.3 percent growth experienced in 2016 and 2017. The slower growth in PC transactions in 2018 and 2019 can be partially attributed to several construction projects that occurred in those years.

In contrast, CV transactions continued to show strong growth in 2018 despite the start of several significant construction projects. This trend can be attributed to high rates of CV diversion to alternate Tollway routes. In 2019, this CV diversion was dampened by an increase in construction on these competing routes, and growth slowed to 2.2 percent.

Table 2. Passenger Car Transactions by Month (Millions)

	2015		2016 ⁽¹⁾		2017 ⁽²⁾		2018 ⁽³⁾		2019		2020	
	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng
January	57.1	4.2%	59.5	10.4%	65.7	4.1%	68.4	-7.4%	63.3	8.4%	68.7	
February	52.8	11.2%	58.8	7.2%	63.0	-1.2%	62.2	2.7%	63.9	5.1%	67.2	
March	63.0	5.2%	66.3	8.7%	72.1	5.0%	75.7	-1.1%	74.8	-28.2%	53.7	
April	64.4	1.6%	65.4	9.6%	71.7	3.4%	74.1	0.2%	74.2	-56.2%	32.5	
May	68.1	2.7%	70.0	10.2%	77.1	3.3%	79.6	-0.1%	79.6	-44.8%	43.9	
June	68.4	2.4%	70.0	10.9%	77.7	1.5%	78.8	0.4%	79.2	-28.6%	56.5	
July	71.7	5.3%	75.5	3.8%	78.3	1.0%	79.2	2.8%	81.4	-20.9%	64.4	
August	70.5	7.7%	76.0	5.0%	79.8	-0.4%	79.5	3.4%	82.3	-21.4%	64.6	
September	66.5	7.9%	71.7	4.9%	75.2	-2.9%	73.0	3.3%	75.4			
October	68.6	7.1%	73.5	4.0%	76.4	0.0%	76.4	4.1%	79.5			
November	62.5	10.8%	69.3	6.3%	73.7	-4.4%	70.5	3.0%	72.6			
December	64.0	5.7%	67.7	7.5%	72.8	-1.4%	71.8	3.9%	74.6			
Total	777.7	5.9%	823.6	7.3%	883.5	0.6%	889.2	1.3%	900.8			
Total (Jan-Aug)									598.7	24.6%	451.5	

(1) Tolling on IL 390 between Lake Street (US 20) and Rohlwing Road (IL 53) began on July 5, 2016.

(2) Widening and reconstruction on the Jane Addams Memorial Tollway was completed at the end of 2016

(3) Tolling on IL 390 between Rohlwing Road (IL 53) and Busse Road (IL 83) began on November 1, 2017.





Ms. Cathy Williams
October 7, 2020
Page 6

Table 3. Commercial Vehicle Transactions by Month (Millions)

	2015		2016 ⁽¹⁾		2017 ⁽²⁾		2018 ⁽³⁾		2019		2020	
	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	% Chng	Trxns	
January	7.8	-0.8%	7.7	10.1%	8.5	8.5%	9.2	-0.8%	9.1	5.9%	9.7	
February	7.2	8.9%	7.9	2.5%	8.1	6.1%	8.6	5.2%	9.0	-0.2%	9.0	
March	8.5	4.0%	8.9	6.4%	9.4	5.8%	10.0	-1.6%	9.8	-1.5%	9.7	
April	8.8	-0.9%	8.8	2.3%	9.0	9.4%	9.8	4.2%	10.2	-15.7%	8.6	
May	8.9	3.0%	9.1	9.5%	10.0	7.7%	10.8	-0.1%	10.8	-15.2%	9.1	
June	9.2	3.5%	9.5	6.7%	10.2	3.8%	10.5	-1.5%	10.4	-0.3%	10.4	
July	9.2	-0.3%	9.2	2.7%	9.5	9.9%	10.4	3.9%	10.8	0.2%	10.8	
August	9.1	10.1%	10.0	5.4%	10.6	3.4%	10.9	1.6%	11.1	-2.7%	10.8	
September	9.1	4.9%	9.5	1.8%	9.7	1.1%	9.8	6.3%	10.4			
October	9.5	2.3%	9.7	5.2%	10.2	7.9%	11.0	4.2%	11.4			
November	8.3	11.1%	9.2	6.3%	9.8	-0.3%	9.8	0.9%	9.9			
December	8.3	5.5%	8.7	3.8%	9.1	-0.3%	9.0	4.9%	9.5			
Total	103.9	4.2%	108.3	5.2%	113.9	5.2%	119.8	2.2%	122.4			
Total (Jan-Aug)									81.2	-3.9%	78.0	

(1) Tolling on IL 390 between Lake Street (US 20) and Rohlwing Road (IL 53) began on July 5, 2016.

(2) Widening and reconstruction on the Jane Addams Memorial Tollway was completed at the end of 2016

(3) Tolling on IL 390 between Rohlwing Road (IL 53) and Busse Road (IL 83) began on November 1, 2017.

Economic Trends

CDM Smith reviewed recent socioeconomic trends and projections for the Chicago area, the Midwest, and the United States. Socioeconomic measures included regional long-term population and employment history and forecasts, historical variations in regional and national Gross Domestic Product (GDP) and unemployment, and short-term projections of national real GDP and unemployment from various sources. CDM Smith reviewed and incorporated data from 20 independent economic forecasting organizations.

The near-term economic outlook is strongly impacted by the ongoing COVID-19 pandemic. From March 2020 to early August 2020, at least 56 million individuals, more than one-third of the U.S. labor force, filed initial unemployment insurance claims due to policy responses and economic impacts from COVID-19. Many of these workers have since returned to previous jobs or found new employment opportunities elsewhere, but millions remain unemployed.

Per the Bureau of Labor Statistics, the national unemployment rate was 14.7 percent for April, subject to revision and with a footnote suggesting that the number may be underrepresented by 5





Ms. Cathy Williams

October 7, 2020

Page 7

percent. Since then, unemployment has slowly improved, with rates of 13.3 percent, 11.1 percent, and 10.2 percent for May, June, and July, respectively. Despite improving over recent months, the unemployment rate remains higher than the worst month of the Great Recession, when unemployment reached 10.0 percent in October 2009.

First quarter real GDP shrank by an annualized 5.0 percent, which is significant considering the loss occurred almost entirely in March, with growth having occurred in both January and February. Second quarter real GDP is forecasted to contract by an unprecedented annualized rate of 32.9 percent, according to the advance estimate from the U.S. Bureau of Economic Analysis. During the Great Recession, the largest impact was an 8.4 percent annualized decline between the second and third quarters of 2008.

For 2020, the average forecast across the independent sources reviewed by CDM Smith is a decline of 5.7 percent for national real GDP, which compares to the 2.3 percent growth observed in 2019. In 2021, the GDP is forecasted to resume positive growth across all forecasts, on average 3.7 percent, albeit not at rebounding rates. As a result, real GDP levels may be below 2019 levels, and perhaps closer to 2018 levels, in 2021.

An unemployment rate of 9.7 percent is forecast on average for 2020, with individual forecasts ranging from an 8.5 percent to a 12.9 percent unemployment rate. In 2021, the unemployment rate is forecast on average to improve to 7.9 percent.

Construction Projects

In 2011, the Tollway adopted the 15-year, \$12 billion capital program, *Move Illinois: The Illinois Tollway Driving the Future*. Major projects in that program include the widening of the Jane Addams Memorial Tollway (I-90), the construction of new access points on I-90, and the construction of the Elgin-O'Hare Western Access (IL 390 and I-490). In April 2017, the Tollway Board of Directors authorized an additional \$2.1 billion for the expansion of the central Tri-State Tollway, increasing the *Move Illinois* program to slightly more than \$14 billion.

Several construction projects on the Tollway system have impacted 2020 revenue and are expected to impact 2021 revenue. **Table 4** identifies the Tollway construction projects that are anticipated to have a significant impact on Illinois Tollway traffic and revenue in 2020 and 2021.





Ms. Cathy Williams
 October 7, 2020
 Page 8

Table 4. 2020 and 2021 Major Construction Projects on the Illinois Tollway System

Location	Description of Work
Reagan Memorial Tollway (I-88)	
IL 59 to Aurora Mainline Plaza	Pavement rehabilitation
Tri-State Tollway (I-94/I-294/I-80)	
Edens Spur	Reconstruction
95 th Street to Balmoral Avenue	Reconstruction and capacity improvements (Central Tri-State Master Plan)
I-294 at I-57	Interchange construction
Jane Addams Memorial Tollway (I-90)	
I-39 to Rockton Road	Pavement rehabilitation
I-90 at I-490	Interchange construction

Methodology and Assumptions

CDM Smith's core methodology in developing the 2021 Revenue Certificate is similar to the methodology used in previous years. The forecast is based on historical performance evaluated at a monthly level. This level of detail allows construction impacts to be isolated and analyzed more effectively across years. Construction activity in particular has been found to significantly impact transactions, especially during the peak construction months, generally April to October. In addition, analysis at a monthly level allows CDM Smith to account for holiday and weather-related anomalies.

Other assumptions were used to calculate the forecasted expected revenue for the 2021 Revenue Certificate. For example, as of February 1, 2018, I-PASS customers who frequently use the Tollway without a transponder pay a higher toll rate. Under the revised policy, I-PASS customers that are video tolled (V-Tolled²) more than five times in a calendar month on any individual license plate registered to a customer's I-PASS or other electronic tolling account will be charged the cash toll rate for the sixth and every subsequent V-Toll incurred that month.³ Based on year-to-date performance, CDM Smith estimates V-Toll revenue in the amount of \$9.0 million in 2020. Based on

² A V-Toll occurs when no transponder is read but, upon image review, the license plate is found to correspond to an I-PASS account. This may happen for a number of reasons, including the improper mounting of or absence of an I-PASS transponder. If an I-PASS account is in good standing, the V-Toll will be applied at the I-PASS rate, up to the monthly maximum set in Tollway policy.

³ Joint Committee on Administrative Rules. Title 92: Transportation. Chapter IV: Illinois State Toll Highway Authority. Section 2520.550: State Toll Highway Rules I-PASS Customer – Penalties and Fees.





Ms. Cathy Williams
 October 7, 2020
 Page 9

available trend data, CDM Smith expects a slight decline in surcharge revenue to \$8.7 million in 2021.

CV assumptions also impact forecast. Since 2018, CV toll rates have increased annually at the rate of inflation.⁴ CV rates increased 1.84 percent in 2018, 2.25 percent in 2019, and 2.07 percent in 2020. In 2021, rates will increase 1.56 percent. In addition to annual inflation-based toll rate increases, CV forecasts are impacted by the distribution of CV classes. CV forecasts are adjusted to reflect the most recent plaza-level classification distribution.

Lastly, an adjustment process is applied to account for variations in the monthly weekday/weekend distribution, the impacts of holidays, and weather impacts. Holiday impacts vary depending on the day of the week on which a holiday falls. Weather impacts vary in timing and severity. Expected monthly weather impacts are applied to December, January, February, and March based on average impacts for those months between 2007 and 2017 (excluding the very severe 2013-2014 winter). Winter weather is inherently unpredictable and could result in relatively volatile revenue performance. Applying average winter weather impacts to these four months helps to account for potential variability, but does not eliminate the risk of revenue impacts, as compared to forecast.

Estimated 2020 and 2021 Toll Revenue

As noted under Revenue Performance Year to Date (pages 2-3), starting in mid-March, travel behaviors changed significantly as states and localities began implementing social distancing measures in response to the COVID-19 pandemic. Although recent months have seen positive trends, transaction and revenue performance remains well below expected and historical trends. In addition, significant uncertainty remains to both short-term and long-term travel impacts related to the COVID-19 pandemic. CDM Smith used the best available information at the time of developing these forecasts.

Figure 2 illustrates the estimated impact of the COVID-19 pandemic on transactions between January and August 2020 and the expected impact, included in the forecast, for September 2020 through December 2021. For PC transactions, the impact is expected to be about 21.4 percent in September 2020, which is lower than the estimated impact observed in July and August 2020. The impact is then expected to average 17.0 percent in the last quarter of 2020, 11.8 percent in the first quarter of 2021, and 7.8 percent in the second and third quarters of 2021, and decline to 5.9 percent in the last quarter of 2021.

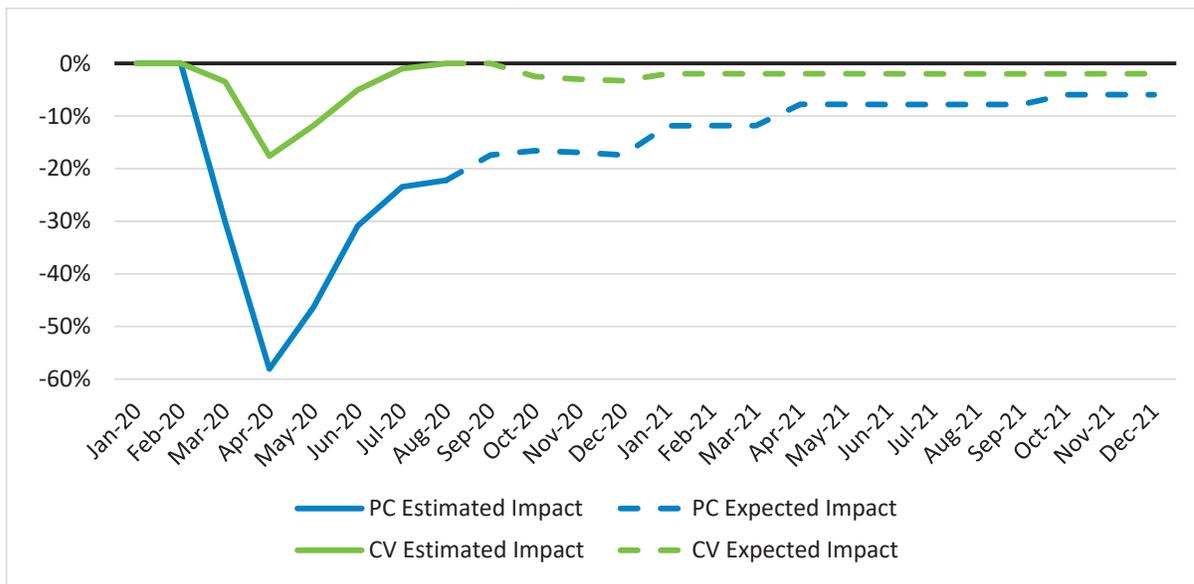
⁴ Consumer Price Index for all Urban Consumers, or its successor index, over the 12-month period ending on June 30th of the previous year. Source: Illinois Tollway Board Resolution No. 18516, dated November 20, 2008.





Ms. Cathy Williams
 October 7, 2020
 Page 10

**Figure 2. Estimated and Expected Impact of the COVID-19 Pandemic on PC and CV Transactions
 January 2020-December 2021**



Recently, CV transaction volumes appear to have recovered from initial pandemic-related dips with performance slightly below or similar to previously forecast volumes in July and August. CV transactions continue to have strong performance for September, when transactions were 2.0 percent above the previous, pre-COVID-19 forecast. Despite strong recent performance, significant economic uncertainty remains a concern for future traffic demand. Between October and December 2020, CV transactions are forecasted to decrease as a result of the continued stress on economic conditions. In the last quarter of 2020, CV transactions are forecasted at 2.9 percent below the pre-COVID-19 forecast volumes on average. In 2021, the impact on CV transactions is expected to lower slightly to an average of 2.0 percent below the pre-COVID-19 pandemic forecast.

Total expected toll revenue is estimated at approximately \$1.3 billion in 2020 and \$1.5 billion in 2021. In addition to the anticipated impacts of the pandemic, revenue in 2020 and 2021 is a function of natural growth in travel demand, scheduled construction activity, the CV toll rate increase, an increase in I-PASS participation, and the application of cash toll rates to some V-Toll transactions. **Table 5** presents actual transactions and revenue for January through August 2020 and estimated transactions and revenue for September through December 2020. **Table 6** presents estimates for 2021.



Ms. Cathy Williams
 October 7, 2020
 Page 11

Table 5. Estimated 2020 Transactions and Expected Toll Revenue

Month	Transactions (in thousands)	Expected Revenue (in thousands)
January ⁽¹⁾	78,317	\$ 114,126
February ⁽¹⁾	76,156	\$ 109,322
March ⁽¹⁾	63,408	\$ 102,881
April ⁽¹⁾	41,092	\$ 78,896
May ⁽¹⁾	53,059	\$ 92,315
June ⁽¹⁾	66,856	\$ 110,629
July ⁽¹⁾	75,191	\$ 120,527
August ⁽¹⁾	75,442	\$ 120,127
September ⁽¹⁾	72,815	\$ 117,702
October	78,571	\$ 120,134
November	71,590	\$ 109,156
December	72,232	\$ 108,544
Total ⁽²⁾	824,729	\$ 1,304,358

(1) Actual transactions and expected toll revenue as reported by the Illinois Tollway. September values are preliminary estimates.

(2) Values may not sum due to rounding.

Table 6. Estimated 2021 Transactions and Expected Toll Revenue

Month	Transactions (in thousands)	Expected Revenue (in thousands)
January	70,445	\$ 105,428
February	68,148	\$ 102,814
March	78,911	\$ 120,231
April	82,964	\$ 123,833
May	86,175	\$ 126,320
June	87,679	\$ 131,409
July	89,402	\$ 132,115
August	88,307	\$ 131,466
September	84,038	\$ 126,349
October	87,322	\$ 128,656
November	81,631	\$ 121,525
December	82,143	\$ 119,283
Total ⁽¹⁾	987,164	\$ 1,469,431

(1) Values may not sum due to rounding.



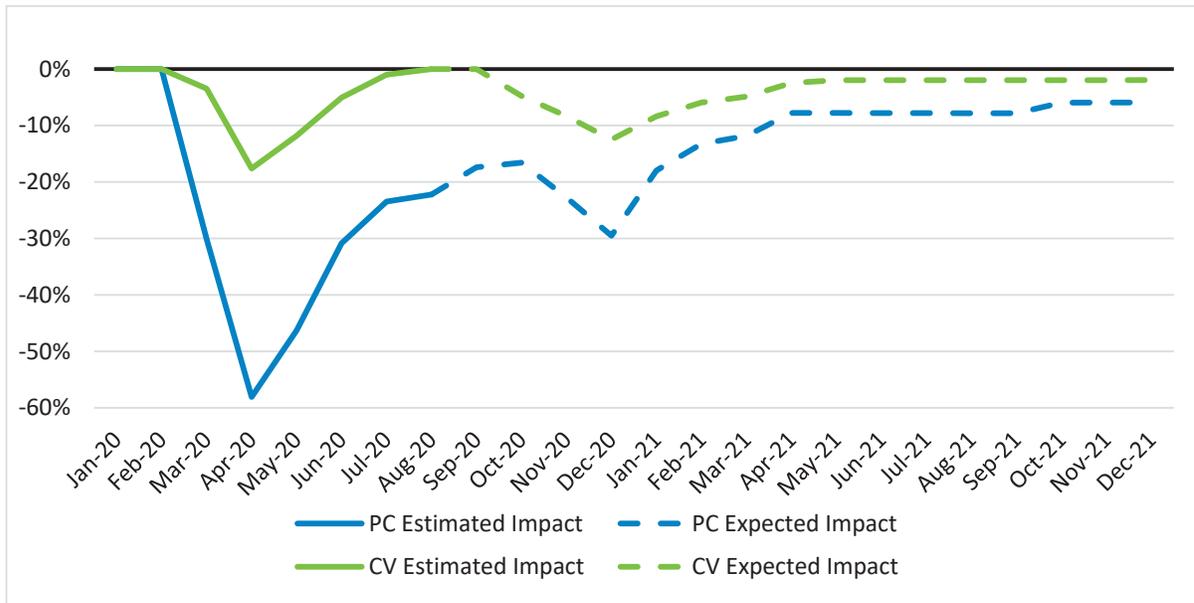


Ms. Cathy Williams
 October 7, 2020
 Page 12

COVID-19 Sensitivity Test

The COVID-19 pandemic presents a high level of uncertainty to the short-term transaction and revenue forecast for the Tollway. To acknowledge this uncertainty, CDM Smith conducted a sensitivity test addressing a possible re-emergence of the COVID-19 virus (see **Figure 3**). This sensitivity test assumes a resurgence of COVID-19 cases in Illinois in late Fall 2020, pushing the state back to earlier phases of the Governor’s *Restore Illinois* Plan. This second surge is expected to decline by March 2021 with continued recovery through the end of 2021. Under this scenario, CDM Smith estimates that the reintroduction of social distancing measures would result in a \$20 million decrease to forecasted 2020 revenues and a \$15 million decrease to forecasted 2021 revenues for a total impact of approximately \$35.0 million.

Figure 3. Estimated and Expected Impact of the COVID-19 Pandemic with Resurgence January 2020-December 2021





Ms. Cathy Williams
October 7, 2020
Page 13

CDM Smith will continue to monitor economic activity, traffic growth, and the impacts of construction on the Tollway. We trust the information herein meets your needs. Please let us know if you have questions or need additional information.

Sincerely,

A handwritten signature in blue ink that reads "J Hart". The signature is fluid and cursive, with a long horizontal stroke extending from the end of the name.

Jonathon D. Hart, AICP, PMP
CDM Smith Inc.
Principal Planner – Senior Project Manager



September 24, 2020

Ms. Cathy R. Williams
Chief Financial Officer
Illinois State Toll Highway Authority
2700 Ogden Avenue
Downers Grove, Illinois 60515

RE: Consulting Engineers Services - RR-15-9975RR
2021 Renewal and Replacement Deposit

Dear Ms. Williams:

WSP USA Inc. (WSP) as the Consulting Engineers for the Illinois Tollway, has reviewed the renewal and replacement needs of the Illinois Tollway system in order to develop our recommendation for the deposit to be made to the Renewal and Replacement (R&R) Account in 2021. In addition to the maintenance and rehabilitation needs of the system, the Amended and Restated Trust Indenture, dated March 31, 1999 also permits the purchase of capital equipment under the R&R Account.

On September 17, 2020, the Illinois Tollway provided WSP with projected annual capital expenditures for the R&R Account for the years 2021 through 2027. These projected expenditures were developed by the Program Management Office (PMO) based upon methods understood by WSP to be consistent with sound engineering practice. The Illinois Tollway also identified the projected ending balance of the R&R Account for 2020 as approximately \$173 million, which includes the 2020 R&R deposit. WSP reviewed the data provided by the Illinois Tollway to identify the estimated deposits through 2027 required to maintain reasonable account balances based upon the estimated funds available and potential capital expenditures.

The PMO has estimated total draws for the R&R Program in 2021 to be approximately \$287 million. The combination of deposits and draws on the cash balance of the R&R Account will fund the projects in the Program, I-PASS Transponders, Information Technology projects, the Intelligent Transportation Systems program, and other Capital Projects. These values appear reasonable under the circumstances under which this letter was prepared. Based on these values, we recommend a deposit of \$228 million to the R&R Account for 2021.

The Illinois Tollway did not request WSP to provide and WSP does not offer to provide any services constituting the services of "municipal advisor" as defined in Federal Law (such as the Dodd-Frank Wall Street Reform and Consumer Protection Act), nor does WSP owe a fiduciary duty pursuant to Section 15B of the Securities Exchange Act of 1934 to the Illinois Tollway with respect to the information and material contained in this letter. This letter is based on WSP's professional judgement regarding the Illinois Tollway's practices, our understanding and judgment regarding setting levels for the R&R Account for



2021, and our reliance of information supplied to us by the PMO. WSP does not make any warranty or representation that projected values mentioned here will actually be realized or achieved in 2021.

If we can be of further assistance, please feel free to contact me.

Sincerely,

WSP USA Inc.

A handwritten signature in blue ink, appearing to read "Ryan Hanks", is positioned above the printed name.

Ryan Hanks, P.E.
Project Manager

cc: Paul Kovacs, William O'Connell, Sam Samra, Clarita Lao, Hope Garrett, Nick Smith, Mike Valentino



September 23, 2020

Ms. Cathy R. Williams
Chief Financial Officer
Illinois State Toll Highway Authority
2700 Ogden Avenue
Downers Grove, Illinois 60515

RE: Consulting Engineers Services - RR-15-9975RR
2020 Renewal and Replacement Deposit

Dear Ms. Williams:

WSP USA Inc. (WSP) as the Consulting Engineers for the Illinois Tollway, reviewed the renewal and replacement needs of the Illinois Tollway system in order to develop our recommendation for the deposit to be made to the Renewal and Replacement (R&R) Account in 2020. In addition to the maintenance and rehabilitation needs of the system, the Amended and Restated Trust Indenture, dated March 31, 1999 also permits the purchase of capital equipment under the R&R Account. WSP communicated its recommendations regarding same to the Illinois Tollway via letter dated September 26, 2019 (copy attached).

On September 17, 2020, the Illinois Tollway provided WSP an audited ending balance of the 2019 R&R Account of \$371 million. The PMO has also updated estimated total draws for the R&R Program in 2020 to be approximately \$318 million. Based on this information, WSP amends the September 26, 2019 letter to reflect a recommended a deposit of \$120 million to the R&R Account in 2020.

The Illinois Tollway did not request WSP to provide and WSP does not offer to provide any services constituting the services of "municipal advisor" as defined in Federal Law (such as the Dodd-Frank Wall Street Reform and Consumer Protection Act), nor does WSP owe a fiduciary duty pursuant to Section 15B of the Securities Exchange Act of 1934 to the Illinois Tollway with respect to the information and material contained in this letter. This letter is based on WSP's professional judgement regarding the Illinois Tollway's practices, our understanding and judgment regarding setting levels for the R&R Account for 2020, and our reliance of information supplied to us by the PMO. WSP does not make any warranty or representation that projected values mentioned here will actually be realized or achieved in 2020.



If we can be of further assistance, please feel free to contact me.

Sincerely,

WSP USA Inc.

A handwritten signature in blue ink, appearing to read 'Ryan Hanks', is written over the printed name.

Ryan Hanks, P.E.
Project Manager

cc: Paul Kovacs, William O'Connell, Sam Samra, Clarita Lao, Hope Garrett, Nick Smith, Mike Valentino

Attachment: 2020 Renewal and Replacement Deposit, dated September 26, 2019



September 26, 2019

Mr. Michael Colsch
Chief Financial Officer
Illinois State Toll Highway Authority
2700 Ogden Avenue
Downers Grove, Illinois 60515

RE: Consulting Engineers Services - RR-15-9975RR
2020 Renewal and Replacement Deposit

Dear Mr. Colsch:

WSP USA Inc. (WSP) as the Consulting Engineers for the Illinois Tollway, has reviewed the renewal and replacement needs of the Illinois Tollway system in order to develop our recommendation for the deposit to be made to the Renewal and Replacement (R&R) Account in 2020. In addition to the maintenance and rehabilitation needs of the system, the Amended and Restated Trust Indenture, dated March 31, 1999 also permits the purchase of capital equipment under the R&R Account.

On August 29, 2019, the Illinois Tollway provided WSP with projected annual capital expenditures for the R&R Account for the years 2020 through 2026. These projected expenditures were developed by the Program Management Office (PMO) based upon methods understood by WSP to be consistent with sound engineering practice. The Illinois Tollway also identified the projected ending balance of the R&R Account for 2019 as approximately \$269 million, which includes the 2019 R&R deposit. WSP reviewed the data provided by the Illinois Tollway to identify the estimated deposits through 2026 required to maintain reasonable account balances based upon the estimated funds available and potential capital expenditures.

The PMO has estimated total draws for the R&R Program in 2020 to be approximately \$327 million. The combination of deposits and draws on the cash balance of the R&R Account will fund the projects in the Program, I-PASS Transponders, Information Technology projects, the Intelligent Transportation Systems program, and other Capital Projects. These values appear reasonable under the circumstances under which this letter was prepared. Based on these values, we recommend a deposit of \$240 million to the R&R Account for 2020.

The Illinois Tollway did not request WSP to provide and WSP does not offer to provide any services constituting the services of "municipal advisor" as defined in Federal Law (such as the Dodd-Frank Wall Street Reform and Consumer Protection Act), nor does WSP owe a fiduciary duty pursuant to Section 15B of the Securities Exchange Act of 1934 to the Illinois Tollway with respect to the information and material contained in this letter. This letter is based on WSP's professional judgement regarding the Illinois Tollway's practices, our understanding and judgment regarding setting levels for the R&R Account for



ILLINOIS
TOLLWAY GEC

2020, and our reliance of information supplied to us by the PMO. WSP does not make any warranty or representation that projected values mentioned here will actually be realized or achieved in 2020.

If we can be of further assistance, please feel free to contact me.

Sincerely,

WSP USA Inc.

A handwritten signature in black ink that reads "Ryan Hanks". The signature is written in a cursive style.

Ryan Hanks, P.E.
Project Manager

cc: Paul Kovacs, Greg Stukel, Cathy Williams, William O'Connell, Sam Samra, Hope Garrett, Nick Smith

2021 BUDGET
THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY
CERTIFICATE OF AUTHORIZED OFFICER

Set forth below is a statement showing actual and estimated Revenues (based on expected toll revenues* prepared by CDM Smith as Traffic Engineers), Operating Expenses, Aggregate Debt Service, and Renewal and Replacement Deposits (as per letters prepared by WSP as Consulting Engineers) for the years 2020 and 2021. This statement is prepared for the purpose of determining whether the Net Revenues, as projected, will be sufficient to at least equal the Net Revenue Requirement in each of such years, in accordance with the requirements of Section 713 of the Trust Indenture.

NET REVENUES AND THE NET REVENUE REQUIREMENT*(All amounts in \$millions)***Actual 2020 Revenues - First Eight Months:**

	<u>FY 2020</u>
Toll Revenues *	\$754.1
Evasion Recovery	38.2
Investment Income	12.2
Concessions and Miscellaneous	11.5
First Eight Months Actual 2020 Revenues	<u>\$816.0</u>

Estimated 2020 Revenues - Last Four Months:

	<u>FY 2020</u>
Toll Revenues *	\$406.8
Evasion Recovery	40.1
Investment Income	2.8
Concessions and Miscellaneous	3.5
Last Four Months Estimated 2020 Revenues	<u>\$453.1</u>

Estimated Revenues:

	<u>FY 2020</u>	<u>FY 2021</u>
Toll Revenues *	\$1,160.9	\$1,322.5
Evasion Recovery	79.1	72.5
Investment Income	15.0	10.0
Concessions and Miscellaneous	15.0	10.0
Total Estimated Revenues	<u>\$1,270.0</u>	<u>\$1,415.0</u>

Less Budgeted Operating Expenses:

<u>(\$380.2)</u>	<u>(\$379.5)</u>
-------------------------	-------------------------

ESTIMATED NET REVENUES

\$889.8	\$1,035.5
----------------	------------------

Aggregate Debt Service

\$445.2	\$482.0
---------	---------

Renewal and Replacement Account Deposits per WSP

120.0	228.0
-------	-------

Net Revenue Requirement is the greater of the following:

1.3x Aggregate Debt Service

\$578.72	\$626.54
----------	----------

Debt Service + Renewal and Replacement Account Deposits

\$565.2	\$710.0
---------	---------

NET REVENUE REQUIREMENT

\$578.7	\$710.0
----------------	----------------

Net Revenues in Excess of Net Revenue Requirement

\$311.0	\$325.5
----------------	----------------

Build America Bond subsidies reduce transfers required for Debt Service

\$13.6	\$13.6
--------	--------

Other adjustments to transfers from Revenue Fund to Operating and Debt Service Accounts

(1.8)	0.0
-------	-----

Additional deposits to Renewal and Replacement Account and Improvement Account

\$456.3	\$567.1
----------------	----------------

(Net Revenues less Aggregate Debt Service plus Build America Bond subsidies, net of other adjustments)

* CDM Smith has estimated expected toll revenues to total \$1,304.4 million in 2020 and \$1,469.4 million in 2021. The amounts included in this certificate are adjusted to reflect the Tollway's estimate of evaded tolls and underpayments. These adjustments reduce toll revenues by \$143.5 million in 2020 and \$146.9 million in 2021.

Totals may not add due to rounding.

Acronyms



ACRONYMS

AA	Affirmative Action
ACEC	American Council of Engineering Companies
ACM	Automatic Coin Machine
ACPA	American Concrete Pavement Association
ACT	Toll Highway Act
ADA	Americans with Disabilities Act
AFSCME	American Federation of State, County and Municipal Employees
ALI	Automatic Location Identification
ANI	Automatic Number Identification
ATPM	Automatic Toll Payment Machine
ATM	Active Traffic Management
ATP	Authorization to Proceed
ATS	Accenture Tolling Solutions
BEP	Business Enterprise Program
C5	Contract Cost Change Controls Committee
CAD	Computer-Aided Dispatch
CAFR	Comprehensive Annual Financial Report
CEC	Continuing Education Credit
CIS	Central Information Services
CMAQ	Congestion Mitigation and Air Quality
CRP	Congestion-Relief Program
CW	Central Warehouse
DBE	Disadvantaged Business Enterprise
D/M/WBE	Disadvantaged, Minority- and Women-Owned Business Enterprise firms
DQS	Data Quality Services

DUI	Driving Under the Influence
ECP	Earned Credit Program
ECW	Electrical Conductive Weapon
EEO	Equal Employment Opportunity
EMS	Emergency Medical Services
EO/L	Equipment Operator/Laborers
EPASS	Electronic Pay Stub System
ERP	Enterprise Resource Planning
FCIAA	Fiscal Control and Internal Auditing Act
FHWA	Federal Highway Administration
FICA	Federal Insurance Contributions Act
GAAP	Generally Accepted Accounting Principles
GAAS	Generally Accepted Auditing Standards
GASB	Governmental Accounting Standards Board
GFOA	Government Finance Officers Association
GIS	Geographic Information System
HVAC	Heating, Ventilation and Air Conditioning
ICED	Interagency Committee on Employees with Disabilities
IDOT	Illinois Department of Transportation
IGA	Intergovernmental Agreement
INVEST	Infrastructure Voluntary Evaluation Sustainability Tool
IPDC	Intermediate Power Distribution and Communication
IRTBA	Illinois Road and Transportation Builders Association
ISO	International Organization for Standardization
ISP	Illinois State Police
IT	Information Technology

ITS	Intelligent Transportation Systems
IV&V	Independent Validation and Verification
JOC	Job Order Contracting
K.I.S.S.	Kids Identification and Safety Seat
LAC	Local Advisory Committee
LCA	Life Cycle Assessment
LED	Light-Emitting Diode
LEED	Leadership in Energy and Environmental Design
LIDAR	Light Detection and Ranging
M and O	Maintenance and Operations
MADS	Maximum Annual Debt Service
MAP	Metropolitan Alliance of Police
MP	Milepost
MPS	Master Program Schedule
NCR	Non-Conformance Report
NOC	Network Operations Center
PBX	Private Branch Exchange Telephone System
PCI	Payment Card Industry
PMO	Program Management Office
PSB	Professional Service Bulletin
QFR	Quarterly Financial Review
R and R	Renewal and Replacement
RFP	Request for Proposal
ROW	Right-of-Way
RTA	Regional Transportation Authority
SDVOSB	Service Disabled, Veteran-Owned Small Business

SEIU	Service Employees International Union
SERS	State Employees Retirement System
SIFMA	Securities Industry and Financial Markets Association
SOP	Standard Operating Procedure
SQL	Structured Query Language
TIMS	Traffic and Incident Management System
UL	Underwriters Laboratories
UPS	Uninterruptible Power Supply
VASCAR	Visual Average Speed Computer and Recorder
VES	Violation Enforcement System
VMI	Vendor Managed Inventory
VOIP	Voice Over Internet Protocol
VOSB	Veteran-Owned Small Business
WIM	Weigh-in-Motion

PAGE INTENTIONALLY LEFT BLANK

Glossary



GLOSSARY

APPROPRIATION – Spending authority from a specific fund for a specific amount, purpose and time period. The Tollway’s budget is not subject to annual appropriation by the State of Illinois.

BASIS OF ACCOUNTING – The method of accounting used to track and report revenues and expenditures, for example, cash, budgetary or accrual.

BEST PRACTICES – Best practices are the processes, practices and systems identified in public and private organizations that performed exceptionally well and are recognized as improving an organization’s performance and efficiency in specific areas. Successfully identifying and applying best practices can reduce business expenses and improve organizational efficiency.

BOND RATING – An assessment of credit risk by a nationally recognized credit rating agency with respect to either (i) a specific bond issue; or (ii) the issuer. If in reference to an issuer, the bond rating typically refers to the issuer’s senior lien rating.

BUDGET REQUEST – The Budget Office’s recommended budget to be presented to the Board for final approval.

CAPITAL EXPENDITURE – Non-recurring expenditures for the preservation, replacement, repair, renewal, reconstruction, modification or expansion of Tollway assets.

CONSTRUCTION FUND – The fund that receives proceeds from the sale of bonds to be used for capital projects.

CONSULTING ENGINEER – An independent engineer or engineering firm retained by the Tollway for the purpose of carrying out the duties imposed on the Consulting Engineer by the Trust Indenture and other duties as assigned.

DEPARTMENT – A major administrative division of the Tollway that has overall management responsibility for an operation or group of related operations within a functional area.

DEBT SERVICE – Principal, interest and other obligations associated with bond indebtedness.

DEBT SERVICE ACCOUNT – A sub-account of the Revenue Fund from which Debt Service payments are made.

DYNAMIC MESSAGE SIGN (DMS) – Over-the-road message signs that the Traffic and Incident Management System (TIMS) uses to communicate with customers.

ELECTRONIC TOLL COLLECTION – An electronic means for motorists to pay toll charges. Method of electronic toll collection include attachment of an electronic signal device, known as a transponder, onto the windshield to automatically deduct a toll charge from a pre-paid balance as the vehicle passes through a toll plaza. This method of electronic toll collection is used by many toll highway systems, including the Illinois Tollway, which calls it I-PASS.

ENVIRONMENTAL IMPACT STATEMENT – An EIS is a full disclosure document that details the process through which a transportation project was developed, includes consideration of a range of reasonable alternatives, analyzes applicable environmental laws and executive orders. The EIS process is completed in the following ordered steps: Notice of Intent (NOI), draft EIS, final EIS, and record of decision (ROD).

E-ZPASS GROUP – An association of 29 toll agencies, including the Illinois Tollway, in 17 states whose primary purpose is to help facilitate toll interoperability among its member agencies.

FICA AND RETIREMENT – Line item for employee retirement, consisting of: (i) employer (i.e. the Tollway) payments into Social Security; and (ii) employer contributions into the State Employees' Retirement System (SERS).

FISCAL YEAR – The annual period used for purposes of accounting and preparing financial statements. The Tollway's fiscal year is January 1 through December 31. The State of Illinois' fiscal year is July 1 through June 30. The fiscal year is the period for which annual appropriations are authorized, although it should be noted that the Tollway's budget is not subject to annual appropriation by the State of Illinois.

FULL-TIME EMPLOYEE – For purposes of certain "per full-time employee" performance metrics, a full-time employee's work is based on a 40-hour work week for 52 weeks or 2,080 hours per year.

FUND – A fund, which may include one or multiple accounts and sub-accounts, established by the Trust Indenture to hold money for specific programs, activities or objectives.

FUND BALANCE – The difference between fund assets and fund liabilities, typically as reported at the end of a financial reporting period. For annual budgetary purposes, this represents the sum of over-realized and unanticipated net revenues and unspent reserves at the end of each fiscal year.

GROUP INSURANCE – Life and health insurance program for all Tollway employees, retirees and their dependents.

HEADCOUNT – A statement or description of the number of employees for a specific time period, usually the actual number or the calculated full-time equivalent.

H.E.L.P. TRUCKS – Highway Emergency Lane Patrol trucks are designed to enhance roadside assistance given to Tollway customers.

IMPROVEMENT – Any system expansion project or any acquisition, installation, construction, reconstruction, modification or enhancement of or to any real or personal property (other than operating expenses) for which a currently effective resolution of the Tollway has been adopted authorizing the deposit of revenues to the credit of the improvement account for such system expansion project or acquisition, installation, construction, reconstruction, modification or enhancement including, without limitation, the cost of related feasibility studies, plans, designs or other related expenditures.

I-PASS – The name of the Illinois Tollway's prepaid electronic toll collection system that allows for automatic payments of tolls by using a small radio-frequency identified device (transponder) that mounts in a vehicle.

KAPSCH – International technology company, including serving as a supplier of technology, solutions and services for the Intelligent Transportation Systems (ITS) market.

MAINLINE PLAZA – Toll collection plaza that spans the roadway. The Illinois Tollway has mainline plazas located throughout its system, all of which offer electronic payment of tolls via open road tolling and most of which offer cash payment of tolls.

MAINTENANCE AND OPERATIONS (M AND O) – Maintenance and Operations covers the day-to-day operating cost of the Illinois Tollway.

MONEY ROOM – The Tollway’s centralized cash and coin counting operation.

MOVE ILLINOIS: THE ILLINOIS TOLLWAY DRIVING THE FUTURE – Capital Program for 2012 - 2026 approved by the Illinois Tollway Board of Directors on August 25, 2011 to address existing needs of the Tollway System and certain system expansion projects.

PROFESSIONAL SERVICE BULLETIN (PSB) – Contains information pertaining to the advertisement for Statements of Interest and Requests for Proposals for professional services for the Illinois Tollway.

PROJECT – Any Improvement or Renewal and Replacement.

PROGRAM MANAGEMENT OFFICE (PMO) – The engineer or firm of engineers and their duly authorized employees, agents and representatives engaged by the Tollway to observe the work to determine whether or not it is being performed and constructed in compliance with Project contracts.

RECORD OF DECISION (ROD) – This is issued by the Federal Highway Administration (FHWA) to signal formal federal approval of an Environmental Impact Statement (EIS) or Environmental Assessment (EA) concerning a proposed highway project. The ROD authorizes the respective state transportation agency to proceed with design, land acquisition and construction based on the availability of funds.

RECOVERY OF EXPENSES – This process claims and recovers damages caused to Tollway property or fixtures such as light poles, guard rails, toll gates, etc. Charges for emergency vehicles such as ambulances and fire equipment are also recovered.

RENEWAL AND REPLACEMENT – Preservation, replacement, repairs, renewals and reconstruction or modification of the Tollway system or any part of it constituting real or personal property, whether leased or purchased, but does not include system expansion projects.

RESERVE – Portion of a budget cost intentionally set aside and not spent either to increase lapse or as a contingency for increased liabilities in other line items.

REVENUES – (i) All tolls, fees, charges, rents and other income and receipts derived from the operations of the Tollway system, (ii) the proceeds of any use and occupancy insurance relating to the Tollway system and of any other insurance that insures against loss of revenues, (iii) investment income from any monies or securities held in Funds, Accounts or Sub-Accounts established under the Trust Indenture, other than the Construction Fund (iv) transfers to the Revenue Fund of excess amounts in the Construction Fund for any project(s) upon their completion and (v) transfers from the System Reserve Account to remedy any deficiencies in the various accounts and sub-accounts of the Revenue Fund. Revenues excludes federal and State grants and appropriations, loan proceeds, gifts or donations of any kind, transfers, if any to the Tollway as permitted under any escrow agreement and receipts not related to the Tollway’s performance of its obligations under the Trust Indenture or to the operations of the Tollway system.

REVENUE FUND – The fund that receives revenues, to be applied to the following accounts, listed in order of priority: Maintenance and Operations Account; Debt Service Account; Debt Reserve Account; Junior Bond Accounts (not currently applicable); Renewal and Replacement Account; Improvement Account; and System Reserve Account.

RIGHT-OF-WAY – A general term denoting land, property or interests therein acquired for or devoted to a highway.

SPECIFICATIONS – The general term comprising the direction, provision, instruction and requirement.

STATE EMPLOYEES' RETIREMENT SYSTEM (SERS) – Single-employer, public employee defined-benefit pension plan for State employees, including substantially all employees of the Tollway.

SYSTEM EXPANSION PROJECT – Any acquisition, improvement, betterment, enlargement or capital addition that extends the Tollway system.

TOLL – A fee for usage or passage such as over a highway.

TOLL COLLECTOR – A Tollway employee hired to take tolls manually from customers.

TOLL HIGHWAY OR TOLLWAY – Limited-access highway including all facilities and appurtenances thereto which requires payment of tolls by the user and was built or is proposed to be built by the Illinois Tollway.

TOLLWAY SYSTEM – Collectively the 294 miles (plus any additional miles subsequently added from current or future projects) of toll highways operated and maintained by the Tollway and projects, properties, equipment and facilities to the extent used in connection with such operation and maintenance.

TRANSPONDER – The device that communicates through radio signals with the toll plaza as the vehicle it is attached to passes through the plaza, making a record of a paid toll.

TRAFFIC AND INCIDENT MANAGEMENT SYSTEM (TIMS) – System that allows the Tollway to monitor weather, traffic incidents and construction areas that may affect the flow of traffic. This system can also alert customers by communicating to them specific areas of interests or concern by using the message signs along the system. The system also generates travel times that are available to motorists via the Travel Midwest website - www.travelmidwest.com.

TRAFFIC ENGINEER – An independent engineer or engineering firm (Other than the Consulting Engineer and Program Management Office) retained by the Tollway for the purpose of carrying out the duties imposed on the Traffic Engineers by the Trust Indenture, and other duties as assigned.

TRUST INDENTURE – A contract between the Tollway and its bondholders that establishes the rights and obligations of both parties. The Trust Indenture, as amended, restated and supplemented from time to time including as amended and restated effective March 31, 1999, establishes for senior bondholders a pledge of and lien on the Tollway's net revenues and amounts on deposit in all funds, accounts and sub-accounts except for the Maintenance and Operation Account and any junior lien bond account.

VIOLATION ENFORCEMENT SYSTEM (VES) – A system that has been developed for the Tollway to collect unpaid tolls from violators. The system takes digital images of license plates of the vehicle and a fine notice is mailed to toll violators.

PAGE INTENTIONALLY LEFT BLANK

