

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

**May 22, 2014**

The Illinois State Toll Highway Authority met in regular session on Thursday, May 22, 2014, at approximately 9:00 a.m. in the Board Room of the Illinois State Toll Highway Authority's Central Administration Building, in Downers Grove, Illinois. The Meeting was held pursuant to By-Laws of the Authority upon call and notice of the Meeting executed by Chair Paula Wolff and posted in accordance with the requirements of the Open Meetings Act.

Bolded entries indicate issues which may require follow-up to present or report to the Board.

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

Present:

Chair Paula Wolff  
Director Jim Banks  
Director Terry D’Arcy  
Director Earl Dotson, Jr. (joined at 9:03 a.m.)  
Director Mark Peterson  
Director Jeff Redick  
Director James Sweeney  
Director Tom Weisner

Not Present:

Governor Pat Quinn  
Secretary Ann Schneider  
Director David Gonzalez

PUBLIC COMMENT

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

CHAIR’S ITEMS

Chair Wolff called for a motion to approve the minutes of the Regular Board Meeting and Executive Session held on April 24, 2014. Director D’Arcy made a motion to approve; seconded by Director Weisner. The motion was approved unanimously.

Chair Wolff called for a motion to approve the minutes of the Executive Session of the March 27, 2014 Board of Directors meeting. Director

Peterson made a motion to approve; seconded by Director Banks. The motion was approved unanimously.

## STANDING COMMITTEE REPORTS

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

### Finance, Operations and Administration Committee

Director Peterson updated the Board on the **Finance, Administration, and Operations Committee** (“FAO Committee”) meeting held Wednesday, May 14, 2014.

**FINANCE** presented one item which was approved by the FAO Committee, an updated Investment Policy. Policy changes included clarifications that reflected current practices and documented conformance with the Illinois Public Funds Investment Act.

Finance also made two presentations to the FAO Committee:

- Quarterly Financial Review (“QFR”) for the 1st Quarter of 2014. Results of the quarter were impacted by weather with revenues down approximately \$4.8 million. Operating expenses were over budget approximately \$827,000. Capital spending was under budget projection by approximately \$36 million.

Director Peterson noted that Mike Colsch, Chief of Finance, will be presenting additional information from the QFR today for the benefit of the Board.

- Updated Debt Management Guidelines including changes to address Municipal Advisor registration requirements and swap agreement protocols and swap counterparty communication requirements arising from the Dodd-Frank Wall Street Reform and Consumer Protection Act.

Director Peterson noted the FAO Committee engaged in lengthy discussions regarding the use of variable rate bonds and the diversity of liquidity providers.

**PROCUREMENT** presented five items which were approved by the FAO Committee. One item presented was an award of contract for the purchase of Enterprise Resource Planning (“ERP”) Independent Verification and Validation Services that will support the implementation of large enterprise ERP solutions. This award is the first contract including a Veterans Business Program subcontracting goal.

**ENGINEERING** has 16 items on today’s Board agenda for consideration.

Of these, 13 Engineering items were presented to the FAO Committee, reviewed and placed on today’s Consent Agenda.

- Overall, three items are new construction contracts including one to install a dynamic message sign on I-39 approaching the Cherry Valley interchange on I-90, one for replacing the Tyrrell Road bridge over I-90, and one for replacing the Church Road bridge over I-88, along with various other structural repairs.
- Two items are consultant contract supplements including one for additional design on an Elgin O'Hare Western Access Project contract and one for extending construction audit services.

- One item is a resolution authorizing participation in a work force hiring initiative. The initiative is consistent with one adopted by the Illinois Department of Transportation (“IDOT”) and was developed for implementation on Tollway construction contracts to increase access to employment opportunities.
- Four items are extra work orders including two related to work at the I-90/IL-47 interchange. The remaining two extra work orders are a result of the implementation of schedule mitigation measures on the west corridor of the Jane Addams Memorial Tollway (I-90).
- Additionally, three items are final releases of retainage for completed contracts.

Today, the Chief Engineer will present one additional contract, Award of Contract RR-12-8103 for Automatic Transfer Switches Replacement, which had a recent bid opening.

Lastly, two land acquisition items will be discussed in Executive Session prior to full Board consideration and action.

**LEGAL** presented three items, all of which were Intergovernmental Agreements (“IGAs”) approved by the Committee to be moved to the consent agenda:

1. An IGA with the Cook County Department of Transportation, under which the County will receive 640 obsolete concrete barrier walls which Tollway would otherwise need to discard due to obsolescence under current highway standards. This will be an “as is” arrangement, with Cook County using the barriers for non-traffic purposes and fully indemnifying the Tollway.

2. An IGA with IDOT, for the Tollway to receive necessary permission and access rights to install a Dynamic Messaging Sign and traffic camera near the I-90/I-39 intersection. In this arrangement, the Tollway also will be accessing IDOT fiber optics to install cable that will enable communication with the sign and camera.
  
3. An IGA with Cook County Department of Transportation, relating to the Tollway's reconstruction of the Bartlett Road bridge over I-90. Cook County has requested installation of a multi-use path as part of the project (at the County's cost which is estimated at \$372,000), and the Tollway can accommodate this engineering and construction work.

#### Customer Service & Electronic Tolling/Strategic Planning Committee

Director Weisner updated the Board on the **Strategic Planning** portion of the joint Customer Service & Electronic Tolling/Strategic Planning Committee meeting held on Wednesday, May 21, 2014.

Chris Meister and Doug Whitley, Co-Chairs of the Illinois Route 53/120 Project Finance Committee, provided a mid-term update. Discussion ensued that focused primarily on the expectations for the proposed local contribution component of the project. Director Weisner reported that the Committee expressed a desire to obtain a level of local contribution in keeping with past Tollway projects.

Director Reddick updated the Board on the **Customer Service & Electronic Tolling** portion of the joint Customer Service & Electronic Tolling/Strategic Planning Committee meeting held on Wednesday, May 21, 2014.

In recognition as the first meeting of the joint Committee, background was presented on Tollway fleet management operations, implementation of customer service initiatives and the new back office system.

**BUSINESS SYSTEMS** made a request for renewal of contract to Electronic Transaction Consultants Corporation for the purchase of Toll Revenue Management and Maintenance Program (“TRMMP”) in an amount not to exceed \$11,977,895.00.

This item is a renewal of the contract for support to maintain the current TRMMP system until completion of the new back office system changeover.

Chair Wolff thanked the Committee Chairs and the members of the Committees for their work. Chair Wolff also commended the Finance team for their marketing, timing and efforts in the Tollway’s recent successful bond issuance. She then thanked Tollway staff, members of the Route 53/120 Finance Committee and Blue Ribbon Advisory Council, and all the volunteers, including Mr. Meister and Mr. Whitley, for contributing their time and efforts to the Illinois Route 53/120 Project.

Chair Wolff then called on Kristi Lafleur, Executive Director.

#### **EXECUTIVE DIRECTOR**

Executive Director Lafleur thanked Tollway staff for helping facilitate the Illinois Route 53/120 Project discussions.

Executive Director Lafleur recognized and congratulated Liz Shishkoff of Glen Ellyn, who on April 29<sup>th</sup> gave birth to a healthy baby girl

alongside the Ronald Reagan Memorial Tollway (I-88) near Illinois Route 83.

Executive Director Lafleur then introduced Mike Colsch, Chief of Finance, for a presentation to the Board of the Quarterly Financial Review (“QFR”) for the 1st Quarter of 2014. [See attached presentation.](#)

Executive Director Lafleur informed the Board that the Illinois Interagency Committee on Employees with Disabilities has recently honored the Tollway for achievements in providing equal opportunity and access to people with disabilities.

## CONSENT AGENDA

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

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

*Item 1: Approval of an updated Investment Policy.*

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

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

*Item 1: Award of Contract 14-0062 to AT&T DataComm, Inc. for the purchase of Cisco SMARTnet Software and Hardware Maintenance, Support, and Upgrades in an amount not to exceed \$1,139,596.86 (Order Against CMS Master Contract).*

*Item 2: Award of Contract 13-0203 to Grant Thornton LLP for the purchase of Enterprise Resource Planning Independent Verification and Validation Services in an amount not to exceed \$3,321,600.00 (Tollway Request for Proposal).*

*Item 3: Renewal of Contract 07-0099 to Structure Technologies, Inc. (d.b.a. Maron Structure Technologies) for the purchase of PBX Phone Maintenance Services in an amount not to exceed \$231,232.30 (Tollway Request for Proposal).*

*Item 4: Emergency Extension of Contract 08-0001 to Meade, Inc. (a.k.a. Meade Electric Company, Inc.) for the purchase of Traffic and Security Monitoring and Management System Maintenance in an amount not to exceed \$300,000.00 (Tollway Request for Proposal).*

*Item 5: Award of Contract 13-0249 to GAI-Tronics Corporation for the purchase of Plaza Intercom and Panic-Panel Replacements in an amount not to exceed \$74,454.00 (Tollway Sole Source).).*

Director Weisner made a motion for approval of **Procurement Items 1 through 5**; seconded by Director Banks. The motion was approved unanimously.

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

*Item 1: Renewal of Contract 05-0014 to Electronic Transaction Consultants Corporation (ETCC) for the purchase of Toll Revenue Management and Maintenance Program (TRMMP) in an amount not to exceed \$11,977,895.00 (Tollway Request for Proposal).*

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

Paul Kovacs, Chief of Engineering, presented the following item to the Board for consideration and approval that had not been ready for presentation to the FAO Committee due to the bid opening date occurring after the Committee meeting.

*Item 1: Award of Contract RR-12-8103 to Electri-Comm, Inc. for Automatic Transfer Switches (ATS) Replacement, Systemwide, in the amount of \$399,283.54. Bid opening was 5/14.*

Mr. Kovacs informed the Board that Item 1 is a contract award for planned replacement of Toll Plaza Automatic Transfer Switches (ATS) that supply power to chillers, boilers, and pumps. Four bids were received with Electri-Comm, Inc being the low bidder at \$399,283.54. This contract is targeted as part of the Small Business Set-Aside Program and thus does not require a Disadvantaged Business Enterprise (“DBE”) goal. Gustavo Giraldo, Chief of Diversity & Strategic Development, noted that Excel Electric, a subcontractor being utilized by Electri-Comm, Inc. on this contract, is a certified Service Disabled Veteran-Owned Small Business.

Director Dotson inquired into the criteria for Service Disabled Veteran-Owned Small Business certification.

Mr. Giraldo responded that in order to participate in the Illinois Veterans Business Program (“VBP”), state certification as a Veteran-Owned or Service Disabled Veteran-Owned Small Business Enterprise is required. The VBP is for Illinois businesses with annual gross sales under \$75 million that are 51% owned by one or more qualified service-disabled veterans or qualified veterans living in Illinois. Mr. Giraldo then provided background on the Illinois Department of Central Management Services’ (“CMS”) development of the VBP to encourage state agencies and universities to spend at least 3% of their procurement budgets with certified Veteran-owned businesses. John Donato, Chief of Procurement, noted that an increase in the number of VBP-certified

businesses would enable the Tollway to establish and meet contract goals.

Chair Wolff inquired into the Tollway's participation in outreach to grow the number of VBP-certified enterprises.

Executive Director Lafleur responded that the Tollway hosts and sponsors many outreach events to provide networking opportunities and information on Tollway Diversity programs, and VBP enrollment will be promoted at these outreach events. Mr. Giraldo added that CMS is implementing the statewide VBP and has an active outreach program in which the Tollway has been asked to, and will continue to, participate.

Chair Wolff then called for a motion to approve the preceding Engineering Resolution as well as the following **Engineering resolutions**:

*Item 2: Award of Contract I-14-4183 to William Charles Construction Company, LLC for Intelligent Transportation System (ITS) Fiber Optic Extension and Dynamic Message Sign (DMS) Installation on the Jane Addams Memorial Tollway (I-90) from Milepost 15.6 (US 20/State Street) to Milepost 17.9 (Mill Road), and I-39 from Milepost 121.1 to 122.5 (Harrison Ave), in the amount of \$1,396,425.40.*

*Item 3: Award of Contract I-14-4179 to Dunnet Bay Construction Company for Tyrrell Road Bridge Widening and Reconstruction on the Jane Addams Memorial Tollway (I-90) at Milepost 50.7 (Tyrrell Road), in the amount of \$4,735,760.01.*

*Item 4: Award of Contract I-14-5693 to Lorig Construction Company for Church Road Over I-88 Bridge Removal and Replacement and Miscellaneous Structural Repairs on the Reagan Memorial Tollway (I-88) from Milepost 92.4 (IL 23) to Milepost 136.9 (IL 83); the Veterans Memorial Tollway (I-355) from Milepost 15.6 (75th Street) to Milepost 17.0 (63rd Street); and the Tri-State Tollway (I-294) from Milepost 37.0*

to Milepost 37.25 (Bensenville Railroad Yard Bridge), in the amount of \$4,722,164.25.

*Item 5: Acceptance of Proposal from Alfred Benesch Company on Contract I-12-4042 for Supplemental Design Services for Bridge Reconstruction and Roadway Construction on the Elgin O'Hare Western Access (EOWA), Devon Avenue Bridge in the amount of \$177,468.41 from \$1,449,899.60 to \$1,627,368.01.*

*Item 6: Acceptance of Proposal from Gilbane Building Company on Contract MO-12-1234R for Supplemental Construction Practices Review and Audit Services, Systemwide in the amount of \$190,720.00 from \$1,000,000.00 to \$1,190,720.00.*

*Item 7: Resolution authorizing a Workforce Hiring Incentive.*

*Item 8: Extra Work Order on Contract I-13-4126 to William Charles Construction Company, LLC for Widening and Reconstruction on the Jane Addams Memorial Tollway (I-90) from Milepost 33.5 (Anthony Road) to Milepost 41.5 (US Route 20), in the amount of \$1,492,000.00.*

*Item 9: Change Order/Extra Work Order on Contract I-13-4134 to R.W. Dunteman Company for Widening and Reconstruction on the Westbound Jane Addams Memorial Tollway (I-90) from Milepost 18.4 (Kishwaukee River) to Milepost 24.9 (Genoa Road), in the amount of \$655,014.12.*

*Item 10: Extra Work Order on Contract I-11-4000 to Plote Construction, Inc. for Reconstruction on the Jane Addams Memorial Tollway (I-90) and IL Route 47 Interchange, from Milepost 45.6 (Sandwald Road) to Milepost 47.3 (IL Route 47), in the amount of \$607,732.90.*

*Item 11: Extra Work Order on Contract I-11-4000 to Plote Construction, Inc. for Reconstruction on the Jane Addams Memorial Tollway (I-90) and IL Route 47 Interchange, from Milepost 45.6*

*(Sandwald Road) to Milepost 47.3 (IL Route 47), in the amount of \$694,587.60.*

*Item 12: Final Release of Retainage on Contract I-11-4000 to Plote Construction, Inc. for Reconstruction on the Jane Addams Memorial Tollway (I-90) and IL Route 47 Interchange, from Milepost 45.6 (Sandwald Road) to Milepost 47.3 (IL Route 47).*

Director Banks made a motion for approval of **Engineering Items 1 through 12**; seconded by Director Peterson. The motion was approved unanimously.

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

*Item 13: Final Release of Retainage on Contract I-13-4132 to Dunnet Bay Construction Company for Bridge Widening and Reconstruction on the Jane Addams Memorial Tollway (I-90), at Milepost 47.9 (Powers Road over I-90).*

Director Peterson made a motion for approval of **Engineering Item 13**; seconded by Director Reddick. The motion was approved unanimously with the recusal of Director D'Arcy.

Chair Wolff called for a motion to approve the following Engineering resolution, noting that Items 15 and 16 will be discussed after Executive Session:

*Item 14: Final Release of Retainage on Contract RR-12-5649R to Curran Contracting Company for Intermittent Pavement Repairs and Microsurfacing Improvements on the Reagan Memorial Tollway (I-88) from Milepost 44.0 (U.S. Route 30) to Milepost 76.1 (IL Route 251).*

Director Banks made a motion for approval of **Engineering Item 14**; seconded by Director Dotson. The motion was approved unanimously.

Chair Wolff called for a motion to approve the following **Legal resolutions**, noting that Item 4 will be discussed after Executive Session:

*Item 1: An Intergovernmental Agreement with the Cook County Department of Transportation. Cost to the Tollway: \$0.*

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

*Item 3: An Intergovernmental Agreement with DuPage County Forest Preserve District. Cost to the Tollway: \$2,000,000.00. (Director Redick recusal)*

Director D'Arcy made a motion for approval of **Legal Items 1 through 3**; seconded by Director Dotson. The motion was approved unanimously.

*Item 5: Administrative Rule Amendment.*

David Goldberg, General Counsel, stated that Item 5 is a resolution seeking amendment to administrative rules. The Tollway is proposing administrative changes to provide additional time for Tollway customers to respond after receiving a final order of liability for a violation, notice of impending suspension of driver's license, or when immobilization or towing action is initiated.

Director Redick noted that the proposed administrative changes were discussed as part of the Customer Service Committee's work on Tollway Administrative Rules and confirmed his support.

Chair Wolff inquired into the process for implementing rule changes through the Joint Committee on Administrative Rules ("JCAR").

Mr. Goldberg responded that administrative rule changes require a Tollway Board resolution authorizing management to initiate the process and then must be approved by JCAR, a legislative oversight committee created by the Illinois General Assembly to conduct reviews of administrative rules promulgated by State agencies. **Mr. Goldberg stated that the Board will be updated when approval for the adoption of these administrative rules has been received from JCAR.**

Chair Wolff asked if JCAR provides for a public comment period for proposed administrative rule changes. Mr. Goldberg responded affirmatively.

Chair Wolff called for a motion to approve the preceding Legal resolution.

Director Redick made a motion for approval of **Legal Item 5**; seconded by Director Sweeney. The motion was approved unanimously.

At approximately 9:40 a.m., Mr. Goldberg indicated the need to discuss Tollway matters related to personnel matters, real estate acquisition and litigation matters pursuant to Sections 2(c)(1), 2(c)(5) and 2(c)(11) of the Illinois Open Meetings Act. Director Sweeney made the motion to enter into Executive Session; seconded by Director Dotson. The motion was approved unanimously.

At approximately 10:26 a.m., the Committee re-entered the public session of the Board meeting.

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

*Item 15: Amended DiBenedetto (Identification of Real Estate Parcels associated with the Elgin O'Hare Western Access Project (EOWA)).  
Cost to the Tollway: N/A.*

*Item 16: Amended DiBenedetto (Identification of Real Estate Parcels associated with the Jane Addams Memorial Tollway (I-90)). Cost to the Tollway: N/A.*

Director Redick made a motion for approval of **Engineering Items 15 and 16**; seconded by Director Banks. The motion was approved unanimously.

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

*Item 4: A Workers Compensation Settlement – Alfonso Devivo. Cost to the Tollway: As discussed in Executive Session.*

Director Peterson made a motion for approval of **Legal Item 4**; seconded by Director D’Arcy. The motion was approved unanimously.

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

Motion to adjourn was made by Director Redick; seconded by Director Peterson. The motion was approved unanimously.

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



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

Christi Regnery  
Board Secretary  
Illinois State Toll Highway Authority



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**2014 First Quarter  
Budget to Actual Review**  
*(Preliminary and Unaudited)*

**May 22, 2014**

# 2014 First Quarter Highlights

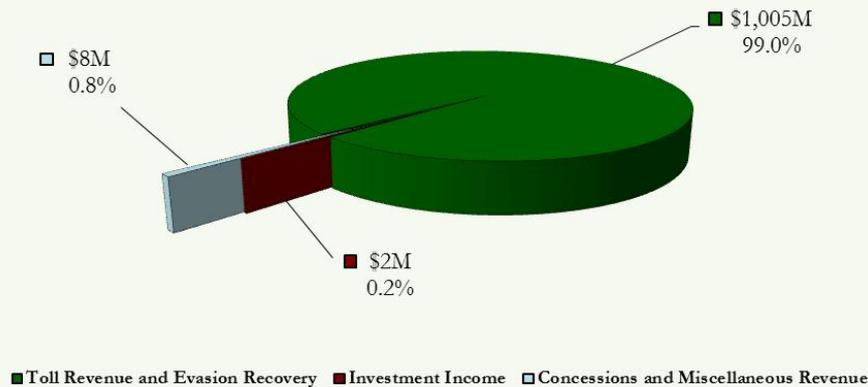
*First quarter results were impacted by severe winter weather conditions in January and February*

- ❑ **Revenue for the first quarter totaled \$226 million - \$4.8 million less than budget**
  - Toll revenue and evasion recovery totaled \$222.7 million - 2.5 percent less than the first quarter budget
    - ✓ Passenger car transactions were 3.4 percent lower than projection
    - ✓ Commercial vehicle transactions were 0.4 percent higher than projection
  
- ❑ **Maintenance and Operations**
  - \$827 thousand more than budget - attributed to overtime and fuel costs
  
- ❑ **Capital Program**
  - \$34.9 million below the budget projection of \$180.5 million

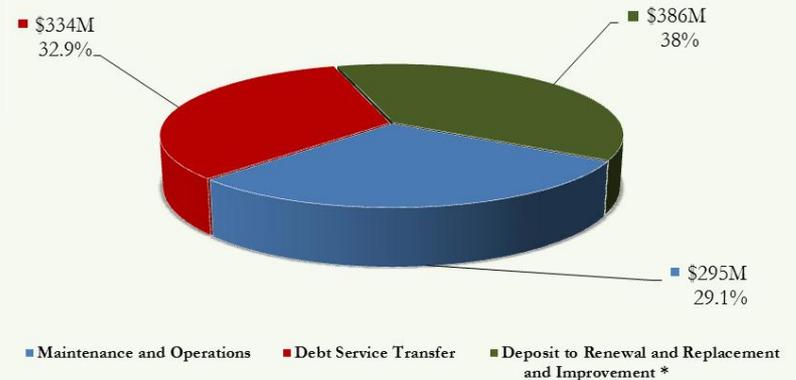
# 2014 Revenue Sources and Allocations

*Revenues of \$1,015 million are allocated for maintenance and operations expenses, debt service transfers and deposits to RR and I accounts*

Projected Sources of Revenue



Projected Allocations of Revenue



# 2014 First Quarter Revenue

## *Budget vs. Actual*

*Total revenue was \$4.8 million less than budget*

(\$ thousands)

	1st Qtr		Variance	
	Budget	Actual	\$	%
Toll Revenue and Evasion Recovery	\$228,422	\$222,733	(\$5,689)	-2.5%
Concessions	529	531	2	0.4%
Investment Income	500	124	(376)	-75.2%
Miscellaneous	1,296	2,585	1,289	99.5%
<b>Total Revenue</b>	<b>\$230,747</b>	<b>\$225,974</b>	<b>(\$4,773)</b>	<b>-2.1%</b>

Note: Numbers may not add to totals due to rounding.

# 2014 First Quarter Maintenance and Operations

## *Budget vs. Actual*

*Operating costs greater than budget due to additional expenditures incurred in payroll and related costs, parts and fuel and materials/operational supplies/other expenses categories attributable to a harsh winter*

(\$ thousands)

	1st Qtr		Variance	
	Budget	Actual	\$	%
Payroll and Related Costs	\$41,241	\$42,213	\$972	2.4%
Group Insurance	7,575	7,048	(527)	-7.0%
Contractual Services	12,584	11,765	(819)	-6.5%
Materials/Operational Supplies/Other Expenses	1,897	2,045	148	7.8%
Utilities	1,546	1,486	(60)	-3.9%
All Other Insurance	2,565	2,568	3	0.1%
Parts and Fuel	1,209	2,235	1,027	84.9%
Equipment/Office Rental and Maintenance	4,603	4,810	207	4.5%
Professional Development	301	224	(77)	-25.5%
Recovery of Expenses	(684)	(732)	(48)	-7.0%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$72,837</b>	<b>\$73,664</b>	<b>\$827</b>	<b>1.1%</b>

Note: Numbers may not add to totals due to rounding.

# Capital Program First Quarter Projection vs. Actual

*Capital Program expenses were less than projection mainly due to schedule changes and project cost savings, but partially offset by more land acquisition expenses*

(\$ thousands)

	1st Qtr		Variance	
	Projection	Actual <sup>(1)</sup>	\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$4,277	\$2,223	(\$2,054)	-48.0%
Reagan Memorial Tollway (I-88)	2,261	176	(2,084)	-92.2%
Jane Addams Memorial Tollway (I-90)	84,650	64,802	(19,848)	-23.4%
Veterans Memorial Tollway (I-355)	3,469	27	(3,442)	-99.2%
Open Road Tolling (ORT)	646	12	(634)	-98.2%
Systemwide Improvements	32,153	20,041	(12,113)	-37.7%
Tri-State Tollway (I-294)/I-57 Interchange	14,575	6,446	(8,129)	-55.8%
Elgin O'Hare Western Access	25,124	40,353	15,230	60.6%
Illinois Route 53/120/Other Planning Studies	1,247	314	(933)	-74.8%
<b>Move Illinois and CRP Subtotal</b>	<b>\$168,402</b>	<b>\$134,394</b>	<b>(\$34,008)</b>	<b>-20.2%</b>
"Other" Capital Projects	12,100	11,180	(920)	-7.6%
<b>Capital Program Subtotal</b>	<b>\$180,502</b>	<b>\$145,574</b>	<b>(\$34,928)</b>	<b>-19.4%</b>
Intergovernmental Agreement Reimbursement and Other Adjustments <sup>(2)</sup>	-	41	41	N/A
<b>Total Capital Program Expenditures</b>	<b>\$180,502</b>	<b>\$145,615</b>	<b>(\$34,887)</b>	<b>-19.3%</b>

<sup>(1)</sup> Capital Program Actual included accrued expenses for which payments have not been made as of March 31, 2014.

<sup>(2)</sup> Intergovernmental Agreement Reimbursements were for work performed in prior periods.

Note: Numbers may not add to totals due to rounding.

# 2014 First Quarter Summary

*Unusually severe winter conditions in the first quarter affected revenue and increased operating costs*

- ❑ Revenue was \$4.8 million less than budget
- ❑ Maintenance and operations expenditures were \$827 thousand more than budget
- ❑ Capital Program expenses were \$34.9 million below the budget projection of \$180.5 million

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# Appendix

# Revenue

## *2014 Budget Realized*

(\$ thousands)

	2014 Budget	YTD Actual	% Budget Realized
Toll Revenue and Evasion Recovery	\$1,005,000	\$222,733	22.2%
Concessions	2,200	531	24.1%
Investment Income	2,000	124	6.2%
Miscellaneous	5,800	2,585	44.6%
<b>Total Revenue</b>	<b>\$1,015,000</b>	<b>\$225,974</b>	<b>22.3%</b>

# Maintenance and Operations

## 2014 Budget Realized

(\$ thousands)

	Budget	Actual	% Budget Realized
Payroll and Related Costs	\$160,592	\$42,213	26.3%
Group Insurance	30,058	7,048	23.4%
Contractual Services	59,986	11,765	19.6%
Materials/Operational Supplies/Other Expenses	7,536	2,045	27.1%
Utilities	5,950	1,486	25.0%
All Other Insurance	10,483	2,568	24.5%
Parts and Fuel	6,492	2,235	34.4%
Equipment/Office Rental and Maintenance	15,691	4,810	30.7%
Professional Development	1,079	224	20.8%
Recovery of Expenses	(2,411)	(732)	30.4%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$295,456</b>	<b>\$73,664</b>	<b>24.9%</b>

Note: Numbers may not add to totals due to rounding.

# Capital Program

## 2014 Budget Projection Realized

(\$ thousands)

	Projection	Actual <sup>(1)</sup>	% Projection Realized
Tri-State Tollway (I-94/I-294/I-80)	\$9,448	\$2,223	23.5%
Reagan Memorial Tollway (I-88)	10,569	176	1.7%
Jane Addams Memorial Tollway (I-90)	729,153	64,802	8.9%
Veterans Memorial Tollway (I-355)	10,164	27	0.3%
Open Road Tolling (ORT)	3,977	12	0.3%
Systemwide Improvements	249,167	20,041	8.0%
Tri-State Tollway (I-294)/I-57 Interchange	80,108	6,446	8.0%
Elgin O'Hare Western Access	282,786	40,353	14.3%
Illinois Route 53/120/Other Planning Studies	5,000	314	6.3%
<b>Move Illinois and CRP Subtotal</b>	<b>\$1,380,373</b>	<b>\$134,394</b>	<b>9.7%</b>
"Other" Capital Projects <sup>(2)</sup>	55,000	11,180	20.3%
<b>Capital Program Subtotal</b>	<b>\$1,435,373</b>	<b>\$145,574</b>	<b>10.1%</b>
Intergovernmental Agreement Reimbursements and Other Adjustments <sup>(3)</sup>	-	41	N/A
<b>Total Capital Program Expenditures</b>	<b>\$1,435,373</b>	<b>\$145,615</b>	<b>10.1%</b>

<sup>(1)</sup> Capital Program Actual included accrued expenses for which payments have not been made as of March 31, 2014.

<sup>(2)</sup> The Other Projects portion of the Capital Program Budget for 2014 totaled \$85.3 million, of which \$55 million is anticipated to be spent.

<sup>(3)</sup> Intergovernmental Agreement Reimbursements were for work performed in prior periods.

Note: Numbers may not add to totals due to rounding.

# Capital Program First Quarter Projection vs. Actual

## *Move Illinois/CRP Variance Summary*

### *Key variance highlights*

- ❑ **Elgin O'Hare Western Access**
  - land purchases \$11.5 million
  - schedule changes \$ 3.7
  - ✓ utilities/fiber optic relocations
  
- ❑ **Jane Addams Memorial Tollway (I-90)**
  - schedule changes (\$15.4)
  - project cost savings (\$ 4.3)
  
- ❑ **Tri-State Tollway (I-294)/I-57 Interchange**
  - schedule changes (\$ 8.1)

# Capital Program First Quarter Projection vs. Actual

## *Move Illinois/CRP Variance Summary*

### *Key variance highlights*

- ❑ **Systemwide Improvements**
  - schedule changes (\$12.1) million
- ❑ **Veterans Memorial (I-355)**
  - schedule changes (\$ 3.4)
- ❑ **Tri-State Tollway (I-94/I-294/I-80)**
  - schedule changes (\$ 1.9)
  - project cost savings (\$ 0.2)
- ❑ **Reagan Memorial Tollway (I-88)**
  - schedule changes (\$ 2.1)

# Revenue

## *2014 vs. 2013 First Quarter Actual*

(\$ thousands)

	First Quarter		Variance	
	2013	2014	\$	%
Toll Revenue and Evasion Recovery	\$226,755	\$222,733	(\$4,022)	-1.8%
Concessions	550	531	(19)	-3.4%
Investment Income	291	124	(166)	-57.2%
Miscellaneous	934	2,585	1,651	176.8%
<b>Total Revenue</b>	<b>\$228,530</b>	<b>\$225,974</b>	<b>(\$2,556)</b>	<b>-1.1%</b>

Note: Numbers may not add to totals due to rounding.

# Maintenance and Operations

## *2014 vs. 2013 First Quarter Actual*

(\$ thousands)

	First Quarter		Variance	
	2013	2014	\$	%
Payroll and Related Costs	\$38,403	\$42,213	\$3,810	9.9%
Group Insurance	6,760	7,048	288	4.3%
Contractual Services	7,730	11,765	4,035	52.2%
Materials/Operational Supplies/Other Expenses	1,958	2,045	87	4.4%
Utilities	1,559	1,486	(73)	-4.7%
All Other Insurance	2,305	2,568	263	11.4%
Parts and Fuel	1,712	2,235	524	30.6%
Equipment/Office Rental and Maintenance	4,497	4,810	314	7.0%
Professional Development	252	224	(28)	-11.0%
Recovery of Expenses	(708)	(732)	(24)	-3.4%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$64,468</b>	<b>\$73,664</b>	<b>\$9,196</b>	<b>14.3%</b>

Note: Numbers may not add to totals due to rounding.

# Capital Program

## 2014 vs. 2013 First Quarter Actual

(\$ thousands)

	1st Qtr		Variance	
	2013	2014	\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$11,201	\$2,223	(\$8,977)	-80%
Reagan Memorial Tollway (I-88)	3,018	176	(2,842)	-94%
Jane Addams Memorial Tollway (I-90)	32,646	64,802	32,156	99%
Veterans Memorial Tollway (I-355)	242	27	(215)	-89%
Open Road Tolling (ORT)	226	12	(214)	-95%
Systemwide Improvements	12,512	20,041	7,529	60%
Tri-State Tollway (I-294)/I-57 Interchange	2,780	6,446	3,666	132%
Elgin O'Hare Western Access	8,259	40,353	32,094	389%
Illinois Route 53/120/Other Planning Studies	-	314	314	N/A
<b>Move Illinois and CRP Subtotal</b>	<b>\$70,884</b>	<b>\$134,394</b>	<b>\$63,510</b>	<b>90%</b>
"Other" Capital Projects	7,892	11,180	3,289	42%
<b>Capital Program Subtotal</b>	<b>\$78,775</b>	<b>\$145,574</b>	<b>\$66,799</b>	<b>85%</b>
Intergovernmental Agreement Reimbursements and Other Adjustments <sup>(1)</sup>	\$148	\$41	(\$107)	72%
<b>Total Capital Program Expenditures</b>	<b>\$78,923</b>	<b>\$145,615</b>	<b>\$66,692</b>	<b>85%</b>

<sup>(1)</sup> Intergovernmental Agreement Reimbursements were for work performed in prior periods, and Other Adjustments were accounting adjustments made for the quarter.

Note: Numbers may not add to totals due to rounding.

# 2014 Transactions

Transactions (millions)

<u>2014</u>	Projections	Actual	Variance	Variance %
<b>PASSENGER VEHICLES</b>				
January	55.4	51.7	(3.7)	-6.6%
February	51.8	50.6	(1.2)	-2.4%
March	60.1	59.4	(0.7)	-1.2%
	<b>167.4</b>	<b>161.7</b>	<b>(5.6)</b>	<b>-3.4%</b>
<b>ALL COMMERCIAL VEHICLES (TIER 2-4)</b>				
January	7.5	7.4	(0.1)	-1.9%
February	7.0	7.1	0.1	0.8%
March	7.8	8.0	0.2	2.3%
	<b>22.3</b>	<b>22.4</b>	<b>0.1</b>	<b>0.4%</b>
<b>ALL VEHICLES</b>				
January	62.9	59.1	(3.8)	-6.0%
February	58.8	57.7	(1.2)	-2.0%
March	67.9	67.4	(0.6)	-0.8%
	<b>189.7</b>	<b>184.2</b>	<b>(5.5)</b>	<b>-2.9%</b>

Note: Numbers may not add to totals due to rounding.

# 2014 vs. 2013 Transactions

<u>2014</u>	Transactions (millions)	% Change 2014 to 2013	Transactions (millions)	% Change 2014 to 2013
	<b>PASSENGER VEHICLES (TIER 1)</b>		<b>LARGE COMMERCIAL VEHICLES (TIER 4)</b>	
January	51.7	-5.2%	5.3	0.0%
February	50.6	0.6%	5.1	3.9%
March	59.4	2.0%	5.7	6.5%
	<b>161.7</b>	<b>-0.9%</b>	<b>16.1</b>	<b>3.4%</b>
<u>2014</u>	<b>ALL COMMERCIAL VEHICLES (TIER 2-4)</b>		<b>ALL VEHICLES</b>	
January	7.4	1.2%	59.1	-4.5%
February	7.1	4.0%	57.7	1.0%
March	8.0	6.9%	67.4	2.5%
	<b>22.4</b>	<b>4.1%</b>	<b>184.2</b>	<b>-0.3%</b>

Note: Numbers may not add to totals due to rounding.



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**THANK YOU**