



## Record of Meeting | August 27, 2015

The Illinois State Toll Highway Authority (the "Tollway") Board of Directors met in regular session on Thursday, August 27, 2015 in the Board Room of Tollway Headquarters in Downers Grove, Illinois. The Meeting was held pursuant to By-Laws of the Tollway upon call and notice of the Meeting executed by Chairman Robert J. Schillerstrom and posted in accordance with the requirements of the Illinois *Open Meetings Act*. The Meeting was open to the public.

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

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

Chairman Bob Schillerstrom called the Meeting to order at approximately 9:00 a.m., stating that this is the regularly scheduled meeting of the Board of Directors of the Tollway. He invited attendees to rise and join in the Pledge of Allegiance. He then asked the Board Secretary to call the roll, those Directors present and absent being as follows:

Board Members Present:	Board Members Not Present:
Chairman Bob Schillerstrom	Governor Bruce Rauner <i>[ex officio]</i>
Director Jim Banks	Secretary Randall Blankenhorn <i>[ex officio]</i>
Director Corey Brooks	
Director Earl Dotson Jr. <i>(entered 9:10 a.m.)</i>	
Director Joe Gomez	
Director David Gonzalez	
Director Craig Johnson	
Director Nick Sauer	
Director James Sweeney	

The Board Secretary declared a quorum present.

### Chairman's Items

Without objection, Chairman Schillerstrom requested that the order of the Meeting agenda be amended to first address **Chairman's Item 6**, the signing of a Statement of Support, pledging the Tollway's support to Guard and Reserve employees.



Chairman Schillerstrom welcomed to the Meeting representatives of the Illinois Committee of Employer Support of the Guard and Reserve ("ESRG"): Michael Holub, Ed LeTourneau and Kendall Marks. He then invited Mr. Holub to address the Board.

Mr. Holub, ESRG Vice-Chair and Public Affairs Director, addressed the Board. He first provided a brief overview of the mission of the ESRG, a Department of Defense office, to foster a culture in which all employers support and value the employment and military service of members of the National Guard and Reserve in the United States. He expressed his appreciation to the Tollway for its long history of support for employees who are veterans or currently serving in this nation's military. He then concluded by inviting Chairman Schillerstrom to sign the Statement of Support on behalf of the Tollway.

*[Director Dotson entered at 9:10 a.m.]*

Chairman Schillerstrom invited Board members and the Executive Director to join him at the table to sign the Statement of Support, pledging that:

- The Tollway fully recognizes, honors and complies with the *Uniformed Services Employment and Reemployment Rights Act*.
- The Tollway will provide managers and supervisors with the tools needed to effectively manage those employees who serve in the Guard and Reserve.
- The Tollway appreciates the values, leadership and unique skills service members bring to the workforce and will encourage opportunities to hire guardsmen, reservists and veterans.
- The Tollway will continually recognize and support this country's service members and their families in peace, in crisis and in war.

*[At this time, the Tollway Board and Executive Director participated in the signing ceremony. The Meeting was paused briefly to allow an opportunity for photos.]*

Chairman Schillerstrom thanked those Tollway employees in attendance, representing about half of the 108 total number who have previously served in the military or are currently serving in the Reserves and National Guard. He expressed the Tollway's pride and appreciation for the sacrifices they make to defend our freedoms. He then asked that they stand and be recognized.



In conclusion, Mr. Holub presented Chairman Schillerstrom with the ESGR "Challenge Coin!" Chairman Schillerstrom thanked Mr. Holub and those men and women who bring the qualities of their military experiences to their Tollway jobs.

## Public Comment

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Chairman Schillerstrom opened the floor for public comment, requesting that speakers limit their remarks to three minutes.

Michael Stevens, President and CEO of Lake County Partners, addressed the Board. Mr. Stevens provided a brief overview of his organization, a non-profit economic development corporation working to maintain economic vitality and quality of life in Lake County. He then communicated the strong support of the Lake County Partners' Board of Governors for the Illinois Route 53/120 Project, emphasizing the importance of the Project to providing congestion relief and to the continued economic development of the region. Mr. Stevens concluded by commending the Board for hiring Executive Director Bedalov, a former colleague, whom he holds in high regard. Chairman Schillerstrom thanked Mr. Stevens for his comments.

Susan Zingle, member of Livable Lake County, addressed the Board. She commented that Livable Lake County, a grassroots group founded to preserve the livability and natural resources of Lake County, is opposed to the Illinois Route 53/120 Project. She additionally expressed concern with elected officials addressing the Board during public comment portions of Tollway meetings. Chairman Schillerstrom thanked Ms. Zingle for her comments.

Robert Baker, President of Save our Community Coalition, addressed the Board. Mr. Baker thanked Gustavo Giraldo, Chief of Diversity and Strategic Development, for recently meeting with him. He then expressed concern about the relatively lower level of participation of African American firms in the \$1.8 billion in planned Capital Program investments for 2015. He expressed his concurrence with comments made at the previous Board meeting by Director Gonzalez recommending that the Tollway allocate additional resources to all Tollway diversity programs, including within Zone 1, in an effort to expand participation of African American firms in Tollway construction contracts. Chairman Schillerstrom thanked Mr. Baker for his comments.

Donald Hamberger, Tollway equipment operator laborer, addressed the Board. Mr. Hamberger expressed his objection to the elimination of the use of transponders by Tollway employees for commuting purposes. He then requested that the Board consider issuing credits, particularly during the winter season, to Tollway maintenance workers for commuting purposes. Chairman Schillerstrom thanked Mr. Hamberger for his comments.



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### Chairman's Items (...continued)

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Chairman Schillerstrom called for a motion to approve **Chairman's Item 1**, the Minutes of the regular Board of Directors meeting held on July 23, 2015. Director Banks made a motion for approval; seconded by Director Gonzalez. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a vote. The motion was approved unanimously.

Chairman Schillerstrom stated that action on Chairman's Item 2, the Minutes of the Executive Session of the Board meeting held on July 23, 2015, will be deferred until after consideration in Executive Session.

Chairman Schillerstrom then asked if Director Gomez had any activity to report from the recently held meeting of the Finance, Administration and Operations ("FAO") Committee, on which he serves as Committee Chair, other than a summary of those items currently placed on the Board agenda with the Committee's recommendation. Director Gomez responded that he had no additional activity to report.

Chairman Schillerstrom called for a motion to approve **Chairman's Item 4**, Resolution 4.0/4, designating Director Corey Brooks as a member of the FAO Committee through amendment to the prior resolution. Director Sauer made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a vote. The motion was approved unanimously.

Chairman Schillerstrom then reported on an incident which occurred recently in a work zone on the Jane Addams Memorial Tollway (I-90). He described that a vehicle was struck by another, causing the former to burst into flames and leaving its driver unconscious inside. He further stated that two Tollway maintenance workers and an Illinois State Police District 15 trooper were among those on hand to come to the rescue of this driver. Chairman Schillerstrom then asked Tollway maintenance section supervisor Noel Rodriguez, Tollway equipment operator laborer Ryan Zierer and State Trooper Arthur Trillet to please stand. With the expressed purpose to recognize these men for their bravery, Chairman Schillerstrom then read aloud proposed Resolution 4.0/5 commending these individuals.

Chairman Schillerstrom then called for a motion to approve **Chairman's Item 5**, Resolution 4.0/5 recognizing Illinois State Police and Tollway employees for courageous service in the line of duty. Director Johnson made a motion for approval; seconded by Director Banks. Chairman



Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a vote. The motion was approved unanimously.

Chairman Schillerstrom then called on Greg Bedalov, Executive Director.

### **Executive Director**

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Executive Director Bedalov announced that on Friday, August 21, David Wilson accepted the position of Chief of Operations. The Executive Director provided an overview of Mr. Wilson's background, noting that as a long time employee of the agency, his extensive knowledge of Tollway functions will be an asset to the agency. Mr. Wilson expressed his appreciation for the welcome.

Executive Director Bedalov announced that the Tollway is inviting high school art students to participate in the 2016 Tollway Map Cover Art Contest, this year's theme being "Save the Monarchs."

**2015 Traffic Update:** Executive Director Bedalov provided a summary of toll transaction results for the second quarter of 2015, highlighting that the current summer travel season has been the busiest in Tollway history. [See attached presentation.](#)

Director Johnson, referencing travel tips provided within the presentation, asked the reason that Fridays between 10 a.m. and 11 a.m. are an opportune time to begin weekend travel on the Tollway system. **Jonathon Hart, CDM Smith, responded that he** does not have the specific traffic data on hand but **will provide this information post-meeting.**

**Managing Construction Changes and I-90 Progress:** Executive Director Bedalov then introduced Paul Kovacs, Chief Engineer, to present an overview of the briefing previously provided the FAO Committee on how the Tollway manages construction changes and on the progress of construction on the eastern segment of the Jane Addams Memorial Tollway (I-90) Rebuilding and Widening Project. [See attached presentation.](#)

Committee Chair Gomez commended Mr. Kovacs and his staff for their work on the presentation, previously provided for the benefit of the FAO Committee.

**Release of Retainage Policy:** Executive Director Bedalov then re-introduced Mr. Kovacs to present an overview of the Tollway's release of retainage policy and to identify particular elements therein which may benefit from revision. [See attached presentation.](#)



Chairman Schillerstrom highlighted that in addition to retainage, performance bonds are also a requirement of Tollway construction contracts, providing the Tollway with further guarantees of satisfactory completion of projects by vendors. Chairman Schillerstrom then commented positively that the proposed modifications to the release of retainage policy would expedite payment of earnings to primes and consequently subcontractors, including disadvantaged business enterprises, to the benefit of all. He stated that the Board looks forward to receiving recommendations for retainage policy revisions, once fully developed by staff.

**Quarterly Financial Review:** Executive Director Bedalov then introduced Mike Colsch, Chief of Finance, to present the Quarterly Financial Review covering the preliminary budget to actual results for the second quarter ending June 30, 2015. [See attached presentation.](#)

**Chairman Schillerstrom** commented favorably on the results and congratulated Mr. Colsch and his staff for their work. He **observed that an area which would likely benefit from re-examination is evasion recovery, suggesting that staff consider initiating an assessment of current practices to develop recommendations for additional efficiencies which might be achieved.**

### **Items for Consideration**

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Chairman Schillerstrom, first reporting that normal committee structures are now back in place, clarified that each of following items for consideration has been reviewed in detail, discussed and approved by the FAO Committee, under the leadership of Committee Chair Gomez, for placement on the Meeting agenda with the Committee's recommendation.

**Procurement:** Chairman Schillerstrom called for a motion to approve **Procurement Item 1:**

*Item 1: Renewal of Contract 14-0104 to Energy Absorption Systems, Inc. for the purchase of Crash Attenuator Parts in an amount not to exceed \$200,000.00 (Order Against CMS Master Contract).*

Director Sauer made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sauer, Director Johnson, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (9).





Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Procurement Item 2:**

*Item 2: Award of Contract 13-0218 to SDI Solutions LLC for the purchase of Technology Professional Services in an amount not to exceed \$11,870,000.00 (Tollway Request for Proposals).*

Director Gomez made a motion for approval; seconded by Director Banks. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Banks, Director Brooks, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Procurement Item 3:**

*Item 3: Amendment of Contract 12-0267 to e-Builder, Inc. for the purchase of a Web-Based Project Management System in an amount not to exceed \$187,740.00 (Tollway Request for Proposals).*

Director Sauer made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sauer, Director Dotson, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.



Chairman Schillerstrom called for a motion to approve **Procurement Item 4:**

*Item 4: Award of Contract 15-0078 to Aptude, Inc. for the purchase of Hewlett-Packard Software, Licenses, Maintenance, and Support in an amount not to exceed \$219,086.58 (Tollway Invitation for Bids).*

Director Banks made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Gomez, Director Brooks, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Procurement Item 5:**

*Item 5: Award of Contract 15-0020 to Henderson Products, Inc. (d.b.a. Henderson Truck Equipment-IL) for the purchase of Salt Brine Machines in an amount not to exceed \$241,000.00 (Tollway Invitation for Bids).*

Director Sauer made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sauer, Director Johnson, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Procurement Item 6:**





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*Item 6: Award of Contract 13-0251R to Industrial Fence, Inc. for the purchase of Trinity Guardrail Parts in an amount not to exceed \$210,199.55 (Tollway Invitation for Bids).*

Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion.

Director Sweeney commented it is his understanding that Trinity has issued product recalls previously for guardrails. He then requested confirmation that the award is exclusively for replacement parts for Tollway guardrails which have been approved by the Federal Highway Administration. Mr. Kovacs confirmed.

Hearing no further discussion, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Procurement Item 7:**

*Item 7: Award of Contract 15-0004R to Maggio Truck Center, Inc.; Hillside Auto Body & Service, Inc.; O'Hare Towing Service, Inc.; Naperville Towing Service, Inc.; Suburban Towing, Inc.; and Ernie's Wrecker Service, Inc. for the purchase of Towing and Road Services for Tollway Vehicles and Equipment in an aggregate amount not to exceed \$205,723.30 (Tollway Invitation for Bids).*

Director Dotson made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Gomez, Director Banks, Director Brooks, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.



Chairman Schillerstrom called for a motion to approve **Procurement Item 8:**

*Item 8: Award of Contract 15-0037 to Atlas Stationers, Inc. for the purchase of Original Equipment Manufacturer (OEM) Printer Cartridges in an amount not to exceed \$121,050.00 (Tollway Invitation for Bids).*

Director Gomez made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Dotson, Director Banks, Director Brooks, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Procurement Item 9:**

*Item 9: Award of Contract 13-0216R to Construction Materials & Supply Resources LLC for the purchase of Lumber and Plywood in an amount not to exceed \$126,594.90 (Tollway Invitation for Bids).*

Director Dotson made a motion for approval; seconded by Director Sauer. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Sauer, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

**Engineering:** Chairman Schillerstrom called for a motion to approve **Engineering Item 1:**



*Item 1: Award of Contract I-15-4652 to Fox Excavating, Inc. for Building Removal on the North-South bypass of the Elgin O'Hare Western Access (EOWA) Corridor from Milepost 0.1 (Powell Street) to Milepost 0.8 (Franklin Avenue) in the amount of \$866,429.00.*

Director Gomez made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Dotson, Director Banks, Director Brooks, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 2:**

*Item 2: Acceptance of Proposal from BV3 LLC, a Joint Venture on Contract I-11-4018 for Supplemental Design Services for Reconstruction and Add Lane on the Jane Addams Memorial Tollway (I-90) from Milepost 78.6 (Kennedy Expressway) to Milepost 53.8 (Elgin Toll Plaza) and Milepost 60.8 (Higgins Road) to Milepost 53.8 (Elgin Toll Plaza), in the amount of \$1,207,809.00 from \$26,899,338.80 to \$28,107,147.80.*

Director Banks made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Gomez, Director Brooks, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 3:**



*Item 3: Extra Work Order on Contract I-13-4166 to Lorig Construction Company for Roadway & Bridge Reconstruction, on the Jane Addams Memorial Tollway (I-90) at Milepost 65.6 (Roselle Road), in the amount of \$308,250.00.*

Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion.

Director Gonzalez requested confirmation that change orders/extra work orders have been approved previously on this contract. Mr. Kovacs confirmed. He further responded that with offsetting positive adjustments expected to occur at the contract conclusion, the job, inclusive of costs for change orders/extra work orders, is still anticipated to be completed within budget.

Director Gonzalez inquired whether DBE goals on the underlying contract are amended to ensure that DBE subcontractors participate appropriately in change orders/extra work orders. Mr. Kovacs responded that vendors are expected to meet their DBE commitments as a percentage of the overall spend amount for the job, including any change orders/extra work orders authorized. David Goldberg, General Counsel, clarified that while DBE goals established for the original contract are not customarily modified by the Tollway, vendors are obligated to make good faith efforts to extend their DBE participation commitment levels to any supplemental work approved. He further explained that vendors which fail to do so would then be required to justify any shortfall to the Diversity department in order to be granted a waiver. Mr. Kovacs added that prior to receiving an authorization to proceed, vendors must specify the impact of change orders/extra work orders to overall DBE participation for the job. He further noted that the Board receives quarterly Capital Program Reports which detail final vendor performance in meeting Tollway contract requirements, including their Diversity Program commitments.

Director Gonzalez suggested that the agency might also evaluate the consequence to DBE subcontractors when scheduled completion dates are extended for primes to allow for completion of change orders/ extra work orders. Mr. Kovacs clarified that subcontractors are currently afforded recourse to seek from the Tollway compensable costs incurred as a result of Tollway schedule modifications.

Director Gomez asked what percentage of earnings held in retainage by the Tollway are owed by primes to their subcontractors. Mr. Kovacs responded that this information is not known to the agency, a concern that prompted the recently proposed policy revisions which would expedite releases of retainage.



Director Gomez commented that the agency should continue to strive to be cognizant of and sensitive to Tollway policy implications on small businesses, often less financially stable and thus more likely vulnerable to any adverse impacts.

Hearing no further discussion, Chairman Schillerstrom called for a roll call on the pending motion, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Chairman Schillerstrom (8).

Nays: None (0)

Recusals: Director Sweeney (1)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 4**:

*Item 4: Extra Work Order on Contract I-14-4205 to Plote Construction, Inc. / Dunnet Bay Construction Co. (JV) for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 56.8 (IL 25) to Milepost 60.8 (Higgins Road), in the amount of \$1,625,514.97.*

Director Johnson made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Dotson, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 5**:

*Item 5: Extra Work Order on Contract I-14-4206 to Plote Construction, Inc. / Dunnet Bay Construction Co. (JV) for Outside Roadway and Bridge Reconstruction and Widening on the Jane*



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*Addams Memorial Tollway (I-90) from Milepost 60.8 (Higgins Road) to Milepost 65.5 (Roselle Road), in the amount of \$4,019,093.74.*

Director Dotson made a motion for approval; seconded by Director Banks. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 6:**

*Item 6: Extra Work Order on Contract I-14-4208 to Walsh Construction Company II LLC / K-Five Construction Corporation (JV) for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 68.1 (I-290/IL 53) to Milepost 70.7 (Arlington Heights Road), in the amount of \$3,750,000.00.*

Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 7:**

*Item 7: Extra Work Order on Contract I-14-4209 to Walsh Construction Company II LLC / K-Five Construction Corporation (JV) for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) at Milepost 70.7 (Arlington Heights Road) to Milepost 73.3 (Oakton Street), in the amount of \$2,500,000.00.*





Director Johnson made a motion for approval; seconded by Director Sauer. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Sauer, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 8**:

*Item 8: Extra Work Order on Contract I-14-4210 to Lorig Construction Company for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 73.3 (Oakton Street) to Milepost 75.1 (Wolf Road), in the amount of \$2,010,000.00.*

Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 9**:

*Item 9: Extra Work Order on Contract I-14-4211 to Lorig Construction Company for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 75.1 (Wolf Road) to Milepost 76.6 (Mannheim Road), in the amount of \$1,992,580.00.*



Director Dotson made a motion for approval; seconded by Director Sweeney. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Sweeney, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 10**:

*Item 10: Change Order on Contract I-13-4104 to Plote Construction, Inc. for IL Route 25 Interchange Reconstruction on the Jane Addams Memorial Tollway (I-90) from Milepost 55.8 (East of the Fox River Bridge) to Milepost 56.7 (West of IL 25), in the amount of \$313,900.00.*

Director Sauer made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sauer, Director Johnson, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 11**:

*Item 11: Change Order on Contract I-13-4104 to Plote Construction, Inc. for IL Route 25 Interchange Reconstruction on the Jane Addams Memorial Tollway (I-90) from Milepost 55.8 (East of the Fox River Bridge) to Milepost 56.7 (West of IL 25), in the amount of \$247,750.00.*

Director Dotson made a motion for approval; seconded by Director Sauer. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:



Yeas: Director Dotson, Director Sauer, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 12:**

*Item 12: Change Order on Contract I-14-4208 to Walsh Construction Company II LLC / K-Five Construction Corporation (JV) for Outside Roadway and Bridge Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90) from Milepost 68.1 (I-290/IL 53) to Milepost 70.7 (Arlington Heights Road), in the amount of \$343,394.64.*

Director Dotson made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Johnson, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 13:**

*Item 13: Change Order / Extra Work Order on Contract I-14-4212 to F.H. Paschen, S.N. Nielsen & Associates, LLC for Eastbound Roadway and Bridge Reconstruction and Widening, on the Jane Addams Memorial Tollway (I-90) from Milepost 76.6 (Mannheim Road) to Milepost 78.9 (Kennedy Expressway), in the amount of \$277,702.21.*

Director Banks made a motion for approval; seconded by Director Sauer. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Sauer, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Johnson, Director Sweeney, Chairman Schillerstrom (9).



Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 14:**

*Item 14: Change Order on Contract I-13-4600 to Lorig Construction Company, for Roadway and Bridge Construction on Illinois Route 390 at Milepost 12.1 (Rohlwing Road), in the amount of \$442,200.00.*

Director Dotson made a motion for approval; seconded by Director Banks. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Dotson, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 15:**

*Item 15: Change Order / Extra Work Order on Contract I-14-4648 to Benchmark Construction Company, for Northwest Suburban Municipal Joint Action Water Agency (NSMJAWA) Water Main Relocation on Jane Addams Memorial Tollway (I-90) from Milepost 73.5 (Elmhurst Road) to Milepost 74.3 (Higgins Creek), in the amount of \$1,891,709.00.*

Director Sauer made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Dotson, Director Banks, Director Brooks, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (8).

Nays: None (0)



Recusals: Director Johnson (1)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 16:**

*Item 16: Extra Work Order on Contract I-13-5676 to Lorig Construction Company / Lindahl Brothers Inc. (JV) for Noise and Retaining Wall Construction and Drainage Improvements on the Jane Addams Memorial Tollway (I-90) from Milepost 70.7 (Arlington Heights Road) to Milepost 73.3 (East of Oakton Street), in the amount of \$245,384.42.*

Director Banks made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Gomez, Director Brooks, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to consolidate approval of Engineering Items 17 through 20, each releases of retainage. Director Gomez made such a motion; seconded by Director Johnson. Upon notice of the need for recusal by a Director on Item 19, the motion was withdrawn.

Chairman Schillerstrom called for a motion to consolidate approval of Engineering Items 17, 18 and 20, each releases of retainage. Director Gomez made such a motion; seconded by Director Johnson. The motion was approved unanimously.

The motion to consolidate approval of these items having passed, Chairman Schillerstrom then called for a motion to approve **Engineering Items 17, 18 and 20:**

*Item 17: Partial Release of Retainage on Contract I-13-4165 to Meade, Inc. for Intermediate Power Distribution and Communication (IPDC) Facility Fabrication & Installation on the Jane Addams Memorial Tollway (I-90) from Milepost 18.5 (East of Kishwaukee River) to Milepost 53.1 (West of Elgin Plaza), by \$474,731.82 from \$524,731.82 to \$50,000.00.*



*Item 18: Final Release of Retainage on Contract I-13-4115 to Plote Construction, Inc. for Roadway Widening & Reconstruction on the Westbound Jane Addams Memorial Tollway (I-90) from Milepost 49.7 (Union Pacific Railroad) to Milepost 53.6 (West of the Elgin Toll Plaza).*

*Item 20: Final Release of Retainage on Contract RR-13-5658 to A.C. Pavement Striping Company for Pavement Marking on the Tri-State Tollway (I-294), from Milepost 37.5 to Milepost 55.0; Tri-State Tollway (I-94) from Milepost 0.0 to Milepost 21.5; Jane Addams Memorial Tollway (I-90) east of the Fox River, Milepost 55.7.*

Director Gomez made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Johnson, Director Banks, Director Brooks, Director Dotson, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 19:**

*Item 19: Final Release of Retainage on Contract I-13-4137 to William Charles Construction Company, LLC for Pavement, Drainage, Guardrail and Structural Repairs on the Westbound Jane Addams Memorial Tollway (I-90) from Milepost 17.8 (Mill Road) to Milepost 18.4 (East of Kishwaukee River).*

Director Banks made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Johnson, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sauer, Chairman Schillerstrom (8).

Nays: None (0)

Recusals: Director Sweeney (1)





The motion to approve PASSED.

Chairman Schillerstrom stated that action on Engineering Items 21 and 22 will be deferred until after consideration in Executive Session.

**Legal:** Chairman Schillerstrom called for a motion to approve **Legal Item 1:**

*Item 1: An Intergovernmental Agreement with the City of Wood Dale regarding Mittel Drive. Cost to the Tollway: \$0*

Director Sweeney made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Sweeney, Director Johnson, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sauer, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom stated that action on Legal Items 2 and 3 will be deferred until after consideration in Executive Session.

### **Executive Session**

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Chairman Schillerstrom called for a motion to enter Executive Session pursuant to exceptions provided in Sections 2(c)1, 2(c)5, 2(c)11 and 2(c)21 of the Illinois *Open Meetings Act* to consider performance of specific employees, the purchase of real property, potential or pending litigation, and the minutes of closed meetings.

Director Johnson made a motion, pursuant to the sections specified, to enter Executive Session; seconded by Director Sauer. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Sauer, Director Banks, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sweeney, Chairman Schillerstrom (9).



Nays: None (0)

The motion to approve PASSED.

At approximately 11:02 a.m., the Board entered into Executive Session.

### **Return from Executive Session and Action (if any)**

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At approximately 11:48 a.m. the Board re-entered the public session of the Meeting.

Chairman Schillerstrom called for a motion to approve **Chairman's Item 2:**

*Chairman's Item 2: Approval of the Minutes of the Executive Session of the Board of Directors meeting held July 23, 2015.*

Director Banks made a motion for approval; seconded by Director Gomez. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Gomez, Director Brooks, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 21:**

*Engineering Item 21: Land Acquisition (Identification of Real Estate Parcels associated with the Reagan Memorial Tollway Project). Cost to the Tollway: N/A*

Director Banks made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Dotson, Director Brooks, Director Gomez, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).



Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Engineering Item 22:**

*Engineering Item 22: Administrative Settlement – Land Acquisition for the Jane Addams Memorial Tollway Project. Cost to the Tollway: As discussed in Executive Session.*

Director Johnson made a motion for approval; seconded by Director Dotson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Johnson, Director Dotson, Director Banks, Director Brooks, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Legal Item 2:**

*Legal Item 2: A Litigation Settlement – Rhino Foods (Property Damage). Cost to the Tollway: As discussed in Executive Session.*

Director Banks made a motion for approval; seconded by Director Johnson. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Banks, Director Johnson, Director Brooks, Director Dotson, Director Gomez, Director Gonzalez, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

Chairman Schillerstrom called for a motion to approve **Legal Item 3:**



Legal Item 3: Litigation Settlement – Land Acquisition for the Elgin O’Hare Western Access project for Parcel No. EO-1B-12-007. Cost to the Tollway: As discussed in Executive Session.

Director Gomez made a motion for approval; seconded by Director Banks. Chairman Schillerstrom asked if there were any questions, concerns or requests for discussion. Hearing none, Chairman Schillerstrom called for a roll call, the vote of yeas and nays being as follows:

Yeas: Director Gomez, Director Banks, Director Brooks, Director Dotson, Director Gonzalez, Director Johnson, Director Sauer, Director Sweeney, Chairman Schillerstrom (9).

Nays: None (0)

The motion to approve PASSED.

**Adjournment**

There being no further business, Chairman Schillerstrom requested a motion to adjourn. Motion to adjourn was made by Director Banks, seconded by Director Sauer. The motion was approved unanimously.

The Meeting was adjourned at approximately 11:55 a.m.

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

Christi Regnery  
Board Secretary  
Illinois State Toll Highway Authority



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# Tollway Traffic Update

August 27, 2015

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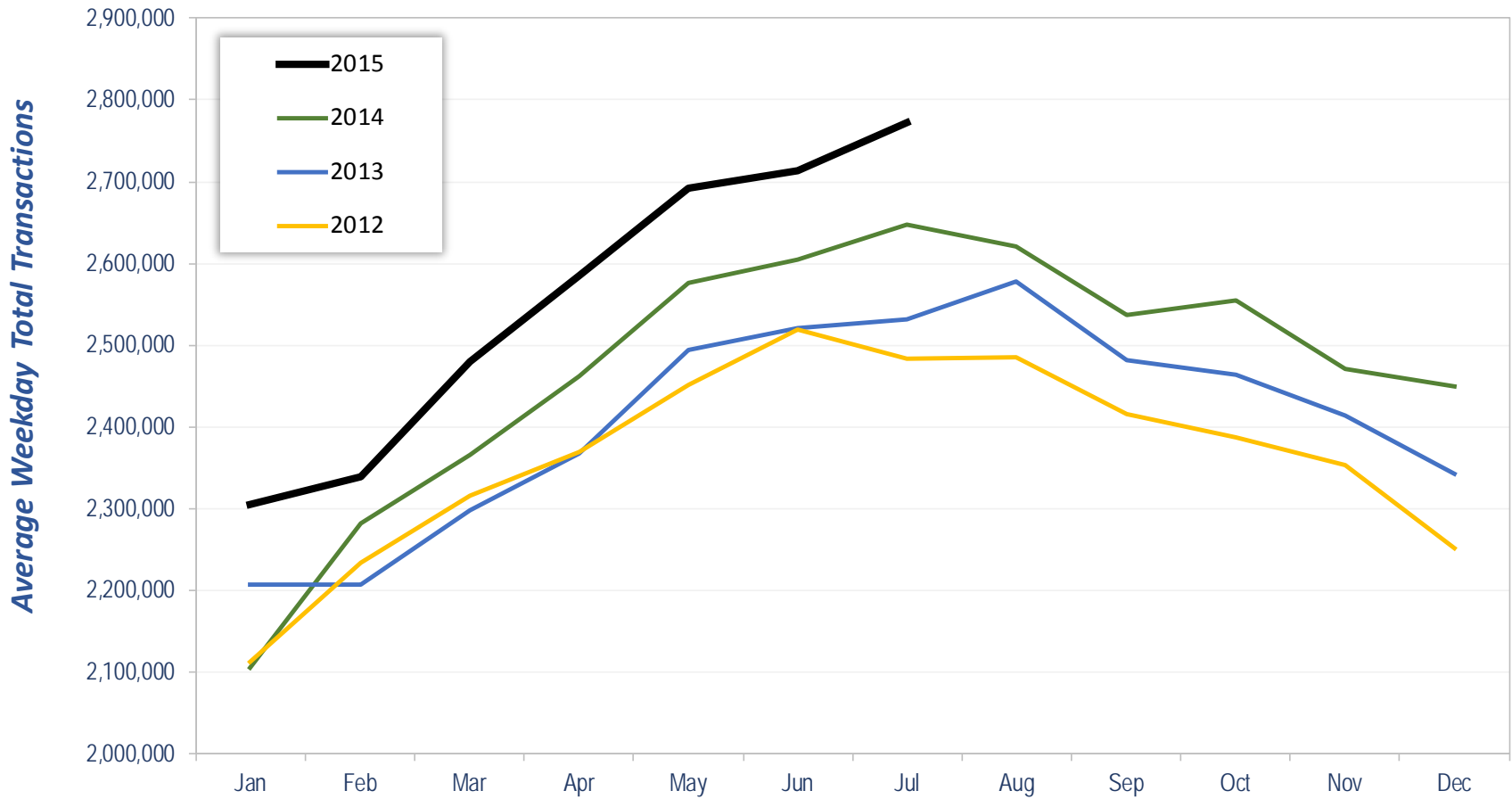
# Snapshot of Illinois Tollway Traffic

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- ▶ **Traffic rebound started in 2010**
- ▶ **Late 2013 greater uptick in travel**
- ▶ **So far this year**
  - ▶ Toll **transactions** are up 4.9 percent from May-July 2015 vs. the same time period in 2014
  - ▶ Busiest summer travel season on record
  - ▶ 10 busiest travel days in agency history



# Average Weekday Transaction Growth





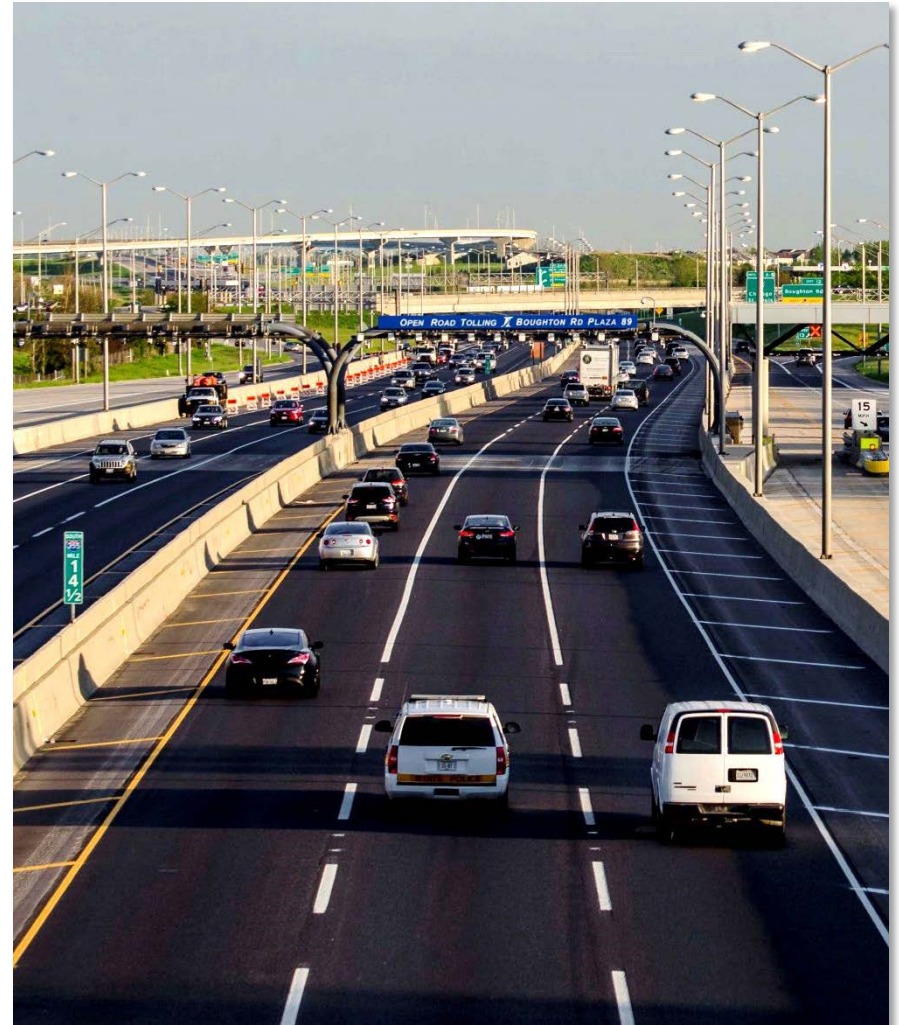
# Result: Busiest Day in Tollway History

Ranking	Date	Total Transactions
<b>1</b>	<b>Friday, July 24, 2015</b>	<b>2,951,790</b>
2	Friday, July 10, 2015	2,942,615
3	Friday, July 31, 2015	2,935,813
4	Friday, July 17, 2015	2,926,369
5	Thursday, July 02, 2015	2,917,432
6	Friday, August 07, 2015	2,913,553
7	Friday, June 19, 2015	2,903,843
8	Friday, May 22, 2015	2,901,646
9	Friday, May 15, 2015	2,895,228
10	Friday, June 05, 2015	2,874,011

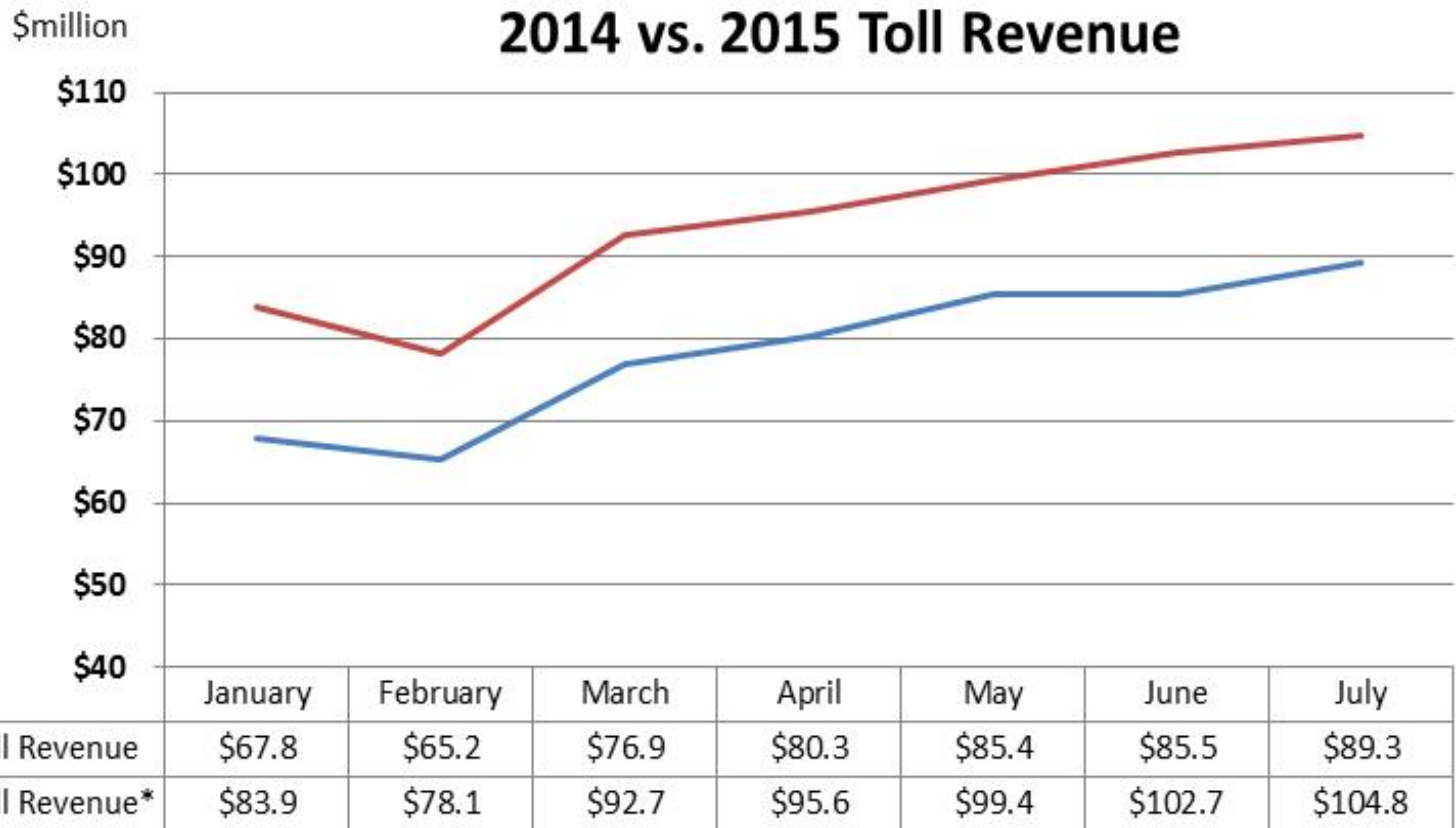
*Busiest day ever*

# Why this Growth?

- ▶ Continuing economic expansion
- ▶ Recovering regional employment
- ▶ Lower fuel prices
- ▶ Ongoing realization of roadway investments made over the past decade
- ▶ Better value



# Revenue Growth



\*2015 July Toll Revenue - Estimated

# What's Next

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- ▶ **August typically records highest volume of transactions**
- ▶ **Growth is forecasted to continue for 2016**



# Travel Tips

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## ▶ Best time to start your weekend trip

- ▶ Thursday before 1 p.m.
- ▶ Friday between 10 and 11 a.m. or after 7 p.m.

## ▶ Know before you go

- ▶ Sign up for Tollway Trip Tweets
- ▶ View real-time Tollway roadway camera views
- ▶ Go online and check travel times via [www.travelmidwest.com](http://www.travelmidwest.com)





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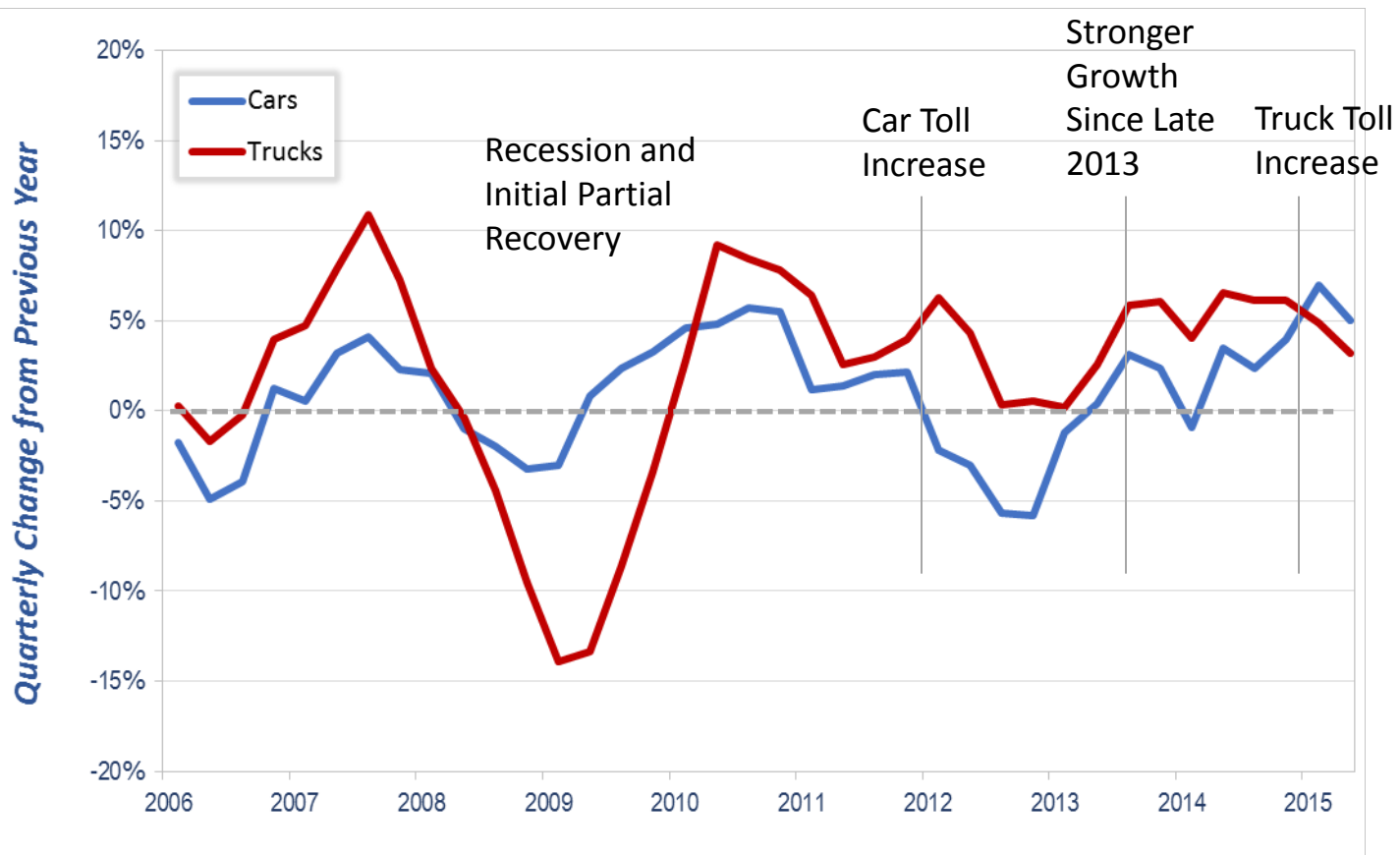
**THANK YOU**

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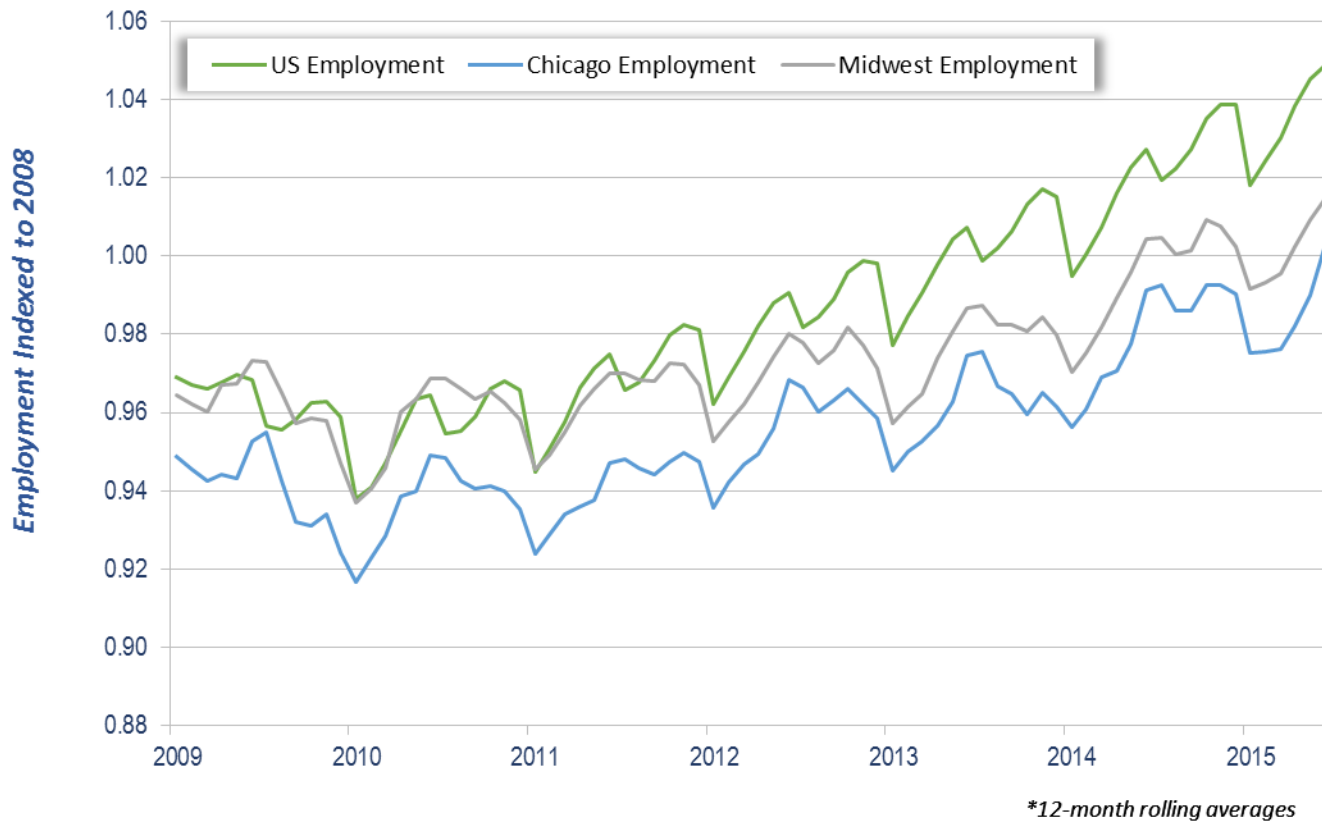
# Transaction Growth

- ▶ Recent quarterly car growth - most since 2010
- ▶ Continued truck growth



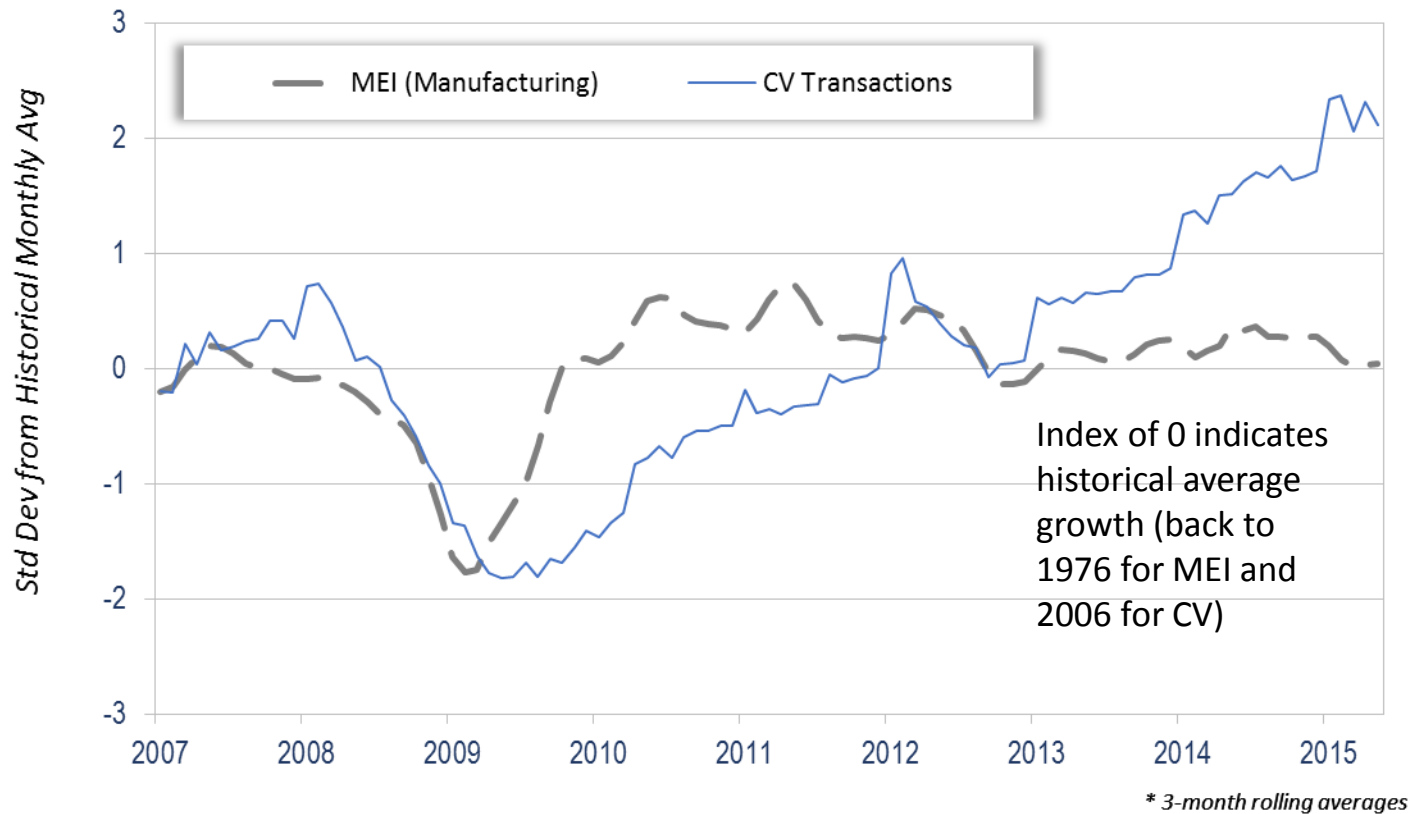
# Employment Trends

## ▶ Chicago Metropolitan Statistical Area vs. Regional and National



# Midwest Economy Index: Manufacturing

- ▶ Chicago Fed index that measures growth manufacturing business activity





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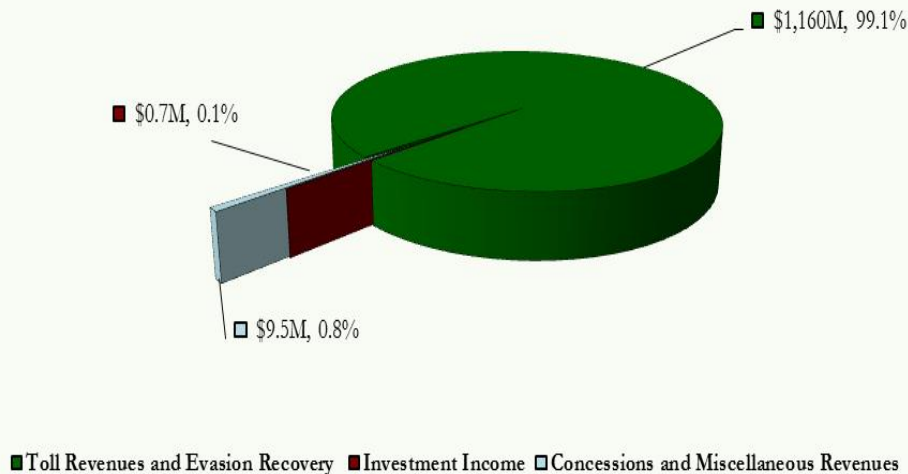
**2015 Second Quarter  
Budget to Actual Review**  
*(Preliminary and Unaudited)*

**August 27, 2015**

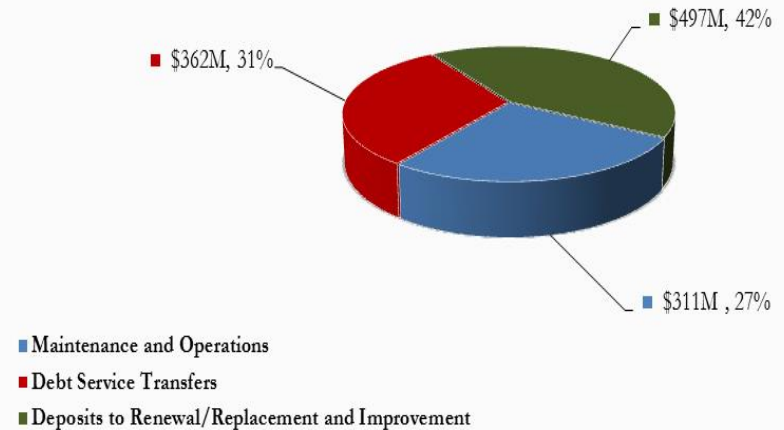
# 2015 Revenue Sources and Allocations

*The Illinois Tollway operates within a balanced budget*

Projected Sources of Revenues  
Fiscal Year 2015  
\$1,170 Million



Projected Allocations of Revenues  
Fiscal Year 2015  
\$1,170 Million



# 2015 Revenue – Second Quarter

*Total revenue was \$14 million greater than budget*

<i>(\$ millions)</i>	<b><u>Budget</u></b>	<b><u>Actual</u></b>	<b><u>\$ Var.</u></b>	<b><u>% Var.</u></b>
Toll and Evasion Recovery	\$297.5	\$311.7	\$14.2	
Concessions	0.5	0.5	0.0	
Investment Income	0.2	0.5	0.3	
Miscellaneous	1.7	1.3	(0.4)	
<b><i>Total Revenue</i></b>	<b><i>\$299.9</i></b>	<b><i>\$314.0</i></b>	<b><i>\$14.1</i></b>	<b><i>4.7%</i></b>

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

## 2nd Quarter Transactions

### ✓ **Commercial vehicles**

- Grew 3.2 percent year-over-year
- 4.5 percent greater than 2<sup>nd</sup> quarter projection

### ✓ **Passenger cars**

- Grew 5.0 percent year-over-year
- 3.5 percent greater than 2<sup>nd</sup> quarter projection

# 2015 Maintenance and Operations Second Quarter

*M and O expenses were \$2.4 million less than budget*

<i>(\$ millions)</i>	<u>Budget</u>	<u>Act.</u>	<u>\$ Var.</u>	<u>% Var.</u>
Payroll and Related Costs	\$40.8	\$38.9	(\$1.9)	
Group Insurance	7.5	7.9	0.4	
Contractual Services	14.1	15.1	1.0	
Materials/Oper. Supplies	1.1	1.8	0.7	
Utilities	1.6	0.9	(0.7)	
All Other Insurance	3.0	2.8	(0.3)	
Parts and Fuel	1.8	1.0	(0.8)	
Equip. Rental/Maintenance	3.3	2.5	(0.9)	
Other Misc. Expenses	0.2	0.2	(0.1)	
Recovery of Expenses	(0.6)	(0.6)	0.0	
<b>Total</b>	<b>\$73.0</b>	<b>\$70.5</b>	<b>(\$2.4)</b>	<b>-3.3%</b>

## Key drivers

- Unfilled vacancies
- Credit card fees due to higher revenue
- Timing of expenses

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



# 2015 Capital Program Second Quarter

*Capital Program expenses were less than projection mainly due to schedule changes*

<i>(\$ millions)</i>	<u>Projection</u>	<u>Act.</u>	<u>\$ Var.</u>	<u>% Var.</u>
Tri-State Tollway (I-94/I-294/I-80)	\$4.5	\$0.1	(\$4.4)	
Reagan Memorial Tollway (I-88)	26.9	25.4	(1.5)	
Jane Adams Memorial Tollway (I-90)	215.5	185.3	(30.2)	
Veterans Memorial Tollway (I-355)	0.3	0.1	(0.2)	
Open Road Tolling	1.3	0.9	(0.4)	
Systemwide Improvements	50.0	42.2	(7.8)	
Tri-State Tollway (I-294)/I-57 Interchange	2.1	5.2	3.1	
Elgin O'Hare Western Access Project	91.4	119.1	27.6	
Illinois Route 53/120/Other Planning Studies	0.6	0.5	(0.1)	
<b><i>Move Illinois and CRP</i></b>	<b><i>\$392.7</i></b>	<b><i>\$378.9</i></b>	<b><i>(\$13.8)</i></b>	<b><i>-3.5%</i></b>
Other Capital Projects	12.4	9.8	(2.5)	
<b><i>Capital Program Subtotal</i></b>	<b><i>\$405.1</i></b>	<b><i>\$388.7</i></b>	<b><i>(\$16.4)</i></b>	<b><i>-4.0%</i></b>
IGA Reim. and Other Adjust.		(0.1)	(0.1)	
<b><i>Total Capital Program</i></b>	<b><i>\$405.1</i></b>	<b><i>\$388.6</i></b>	<b><i>(\$16.5)</i></b>	<b><i>-4.1%</i></b>

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

# 2015 Second Quarter Summary

*Revenue continues to grow, M and O and Capital Program expenses lower than budget*

- Revenue was \$14.1 million more than budget
- Maintenance and Operations expenditures were \$2.4 million below budget
- Debt Service transfers were \$7.7 million more than projection
- Capital Program expenditures were \$16.5 million less than projection

# 2015 Year-to-Date Summary

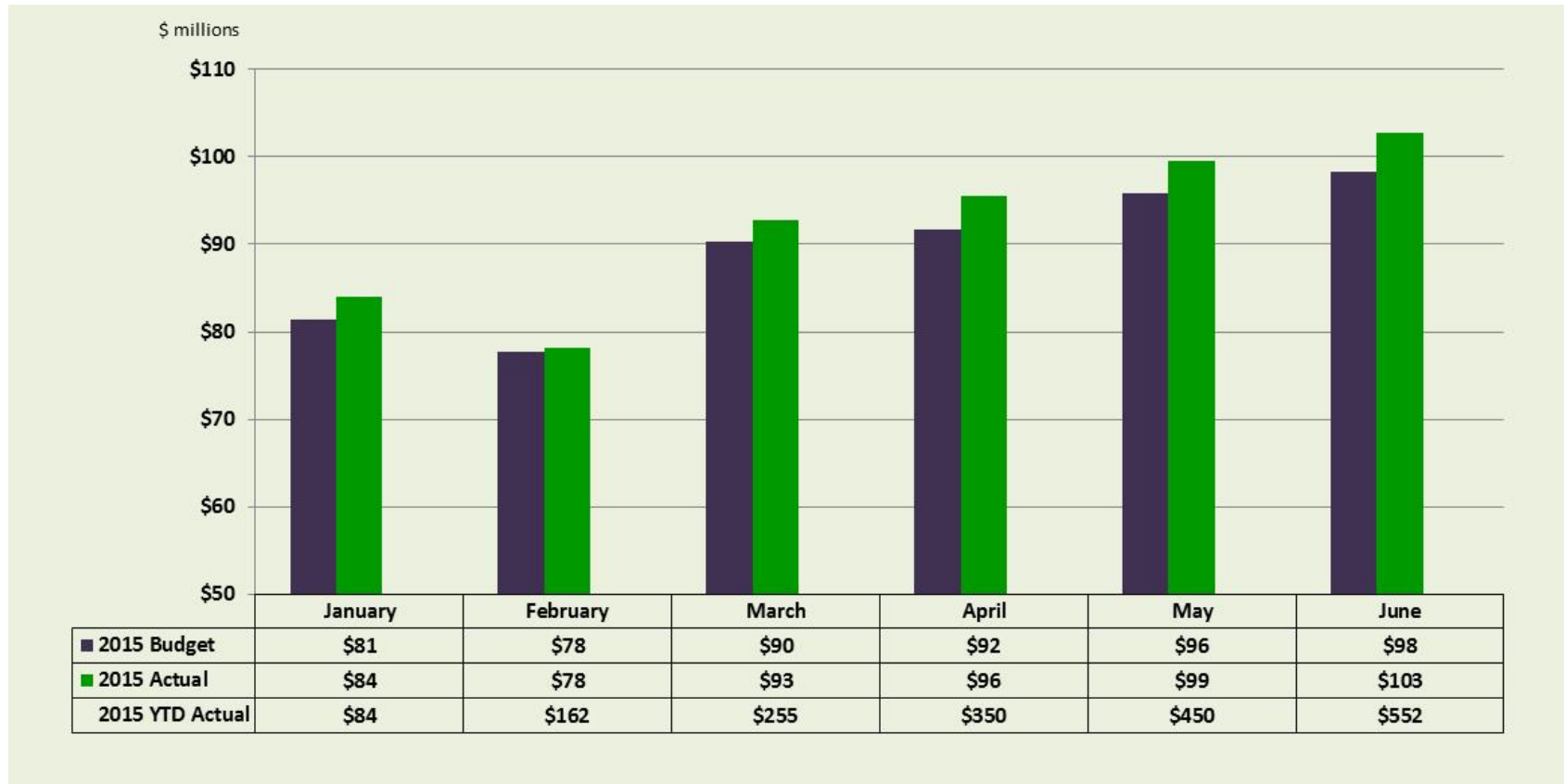
*Revenue continues to grow, M and O and Capital Program expenses lower than budget*

- ❑ Revenue was **\$20.7 million more than budget**
- ❑ Maintenance and Operations expenditures were **\$4.1 million below budget**
- ❑ Debt Service transfers were **\$11.6 million more than projection**
- ❑ Capital Program expenditures were **\$5.3 million less than projection**

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# Appendix

# 2015 Revenue - Monthly Toll Revenue



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

# 2015 Year-to-Date Revenue

(\$ thousands)

	YTD		Variance	
	Budget	Actual	\$	%
Toll Revenue and Evasion Recovery	\$560,178	\$581,029	\$20,851	3.7%
Concessions	988	1,029	41	4.2%
Investment Income	350	863	513	146.4%
Miscellaneous	3,369	2,690	(679)	-20.1%
<b>Total Revenue</b>	<b>\$564,885</b>	<b>\$585,611</b>	<b>\$20,726</b>	<b>3.7%</b>

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

# 2015 Year-to-Date – M and O

(\$ thousands)

	YTD		Variance	
	Budget	Actual	\$	%
Payroll and Related Costs	\$82,053	\$79,722	(\$2,331)	-2.8%
Group Insurance	15,278	16,051	774	5.1%
Contractual Services	27,544	28,068	525	1.9%
Materials/Operational Supplies/Other Expenses	2,992	3,046	54	1.8%
Utilities	3,236	3,061	(175)	-5.4%
All Other Insurance	6,017	5,539	(478)	-7.9%
Parts and Fuel	3,664	2,575	(1,089)	-29.7%
Equipment/Office Rental and Maintenance	8,225	6,890	(1,334)	-16.2%
Other Miscellaneous Expenses	561	430	(130)	-23.3%
Recovery of Expenses	(1,139)	(1,027)	112	9.8%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$148,430</b>	<b>\$144,356</b>	<b>(\$4,074)</b>	<b>-2.7%</b>

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



# 2015 Year-to-Date Capital Program

(\$ thousands)

	YTD		Variance	
	Projection	Actual <sup>(1)</sup>	\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$4,877	\$203	(\$4,674)	-95.8%
Reagan Memorial Tollway (I-88)	29,123	26,299	(2,824)	-9.7%
Jane Addams Memorial Tollway (I-90)	310,130	294,849	(15,282)	-4.9%
Veterans Memorial Tollway (I-355)	440	336	(103)	-23.5%
Open Road Tolling (ORT)	2,678	1,831	(847)	-31.6%
Systemwide Improvements	94,850	67,511	(27,338)	-28.8%
Tri-State Tollway (I-294)/I-57 Interchange	5,908	9,091	3,183	53.9%
Elgin O'Hare Western Access	119,605	165,961	46,356	38.8%
Illinois Route 53/120/Other Planning Studies	1,565	715	(850)	-54.3%
<b>Move Illinois and CRP Subtotal</b>	<b>\$569,176</b>	<b>\$566,797</b>	<b>(\$2,379)</b>	<b>-0.4%</b>
"Other" Capital Projects	24,539	21,778	(2,761)	-11.3%
<b>Capital Program Subtotal</b>	<b>\$593,715</b>	<b>\$588,575</b>	<b>(\$5,140)</b>	<b>-0.9%</b>
Agreement Reimbursements and Other Adjustments <sup>(2)</sup>	-	(154)	(154)	N/A
<b>Total Capital Program Expenditures</b>	<b>\$593,715</b>	<b>\$588,421</b>	<b>(\$5,294)</b>	<b>-0.9%</b>

<sup>(1)</sup> Capital Program Actual included accrued expenses for which payments have not been made as of June 30, 2015.

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

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

# 2015 Capital Program Second Quarter

*Move Illinois/CRP key variance highlights*

## □ **Elgin O'Hare Western Access Project**

- Schedule changes \$27.8 million
  - ✓ Other agency contributions
  - ✓ Right-of-way
- Project cost savings (\$0.2) million

## □ **Tri-State Tollway (I-294)/I-57 Interchange**

- Schedule changes \$ 3.1 million

# 2015 Capital Program Second Quarter

## *Move Illinois/CRP key variance highlights*

- ❑ **Jane Addams Memorial Tollway (I-90)**
  - Schedule changes (\$30.1) million
  - Project cost savings (\$ 0.1) million
  
- ❑ **Systemwide Improvements**
  - Schedule changes (\$ 7.7) million
  - Project cost savings (\$ 0.1) million
  
- ❑ **Tri-State Tollway (I-94/I-294/I-80)**
  - Schedule changes (\$ 4.4) million
  
- ❑ **Reagan Memorial Tollway (I-88)**
  - Schedule changes (\$ 1.5) million

# Revenue - 2015 Budget Realized

(\$ thousands)

	2015 Budget	YTD Actual	% Budget Realized
Toll Revenue and Evasion Recovery	\$1,160,000	\$581,029	50.1%
Concessions	2,000	1,029	51.5%
Investment Income	700	863	123.2%
Miscellaneous	7,300	2,690	36.9%
<b>Total Revenue</b>	<b>\$1,170,000</b>	<b>\$585,611</b>	<b>50.1%</b>

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

# M and O – 2015 Budget Realized

(\$ thousands)

	2015 Budget	YTD Actual	% Budget Realized
Payroll and Related Costs	\$165,212	\$79,722	48.3%
Group Insurance	31,635	16,051	50.7%
Contractual Services	63,953	28,068	43.9%
Materials/Operational Supplies/Other Expenses	7,931	3,046	38.4%
Utilities	6,672	3,061	45.9%
All Other Insurance	12,448	5,539	44.5%
Parts and Fuel	8,170	2,575	31.5%
Equipment/Office Rental and Maintenance	15,790	6,890	43.6%
Other Miscellaneous Expenses	1,089	430	39.5%
Recovery of Expenses	(2,321)	(1,027)	44.3%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$310,579</b>	<b>\$144,356</b>	<b>46.5%</b>

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

# Capital Program - 2015 Projection Realized

(\$ thousands)

	2015 Projection	YTD Actual <sup>(1)</sup>	% Projection Realized
Tri-State Tollway (I-94/I-294/I-80)	\$18,986	\$203	1.1%
Reagan Memorial Tollway (I-88)	120,771	26,299	21.8%
Jane Addams Memorial Tollway (I-90)	839,648	294,849	35.1%
Veterans Memorial Tollway (I-355)	914	336	36.8%
Open Road Tolling (ORT)	5,355	1,831	34.2%
Systemwide Improvements	228,153	67,511	29.6%
Tri-State Tollway (I-294)/I-57 Interchange	20,245	9,091	44.9%
Elgin O'Hare Western Access	319,818	165,961	51.9%
Illinois Route 53/120/Other Planning Studies	6,099	715	11.7%
<b>Move Illinois and CRP Subtotal</b>	<b>\$1,559,989</b>	<b>\$566,797</b>	<b>36.3%</b>
"Other" Capital Projects <sup>(2)</sup>	65,000	21,778	33.5%
<b>Capital Program Subtotal</b>	<b>\$1,624,989</b>	<b>\$588,575</b>	<b>36.2%</b>
Agreement Reimbursements and Other Adjustments <sup>(3)</sup>	-	(154)	N/A
<b>Total Capital Program Expenditures</b>	<b>\$1,624,989</b>	<b>\$588,421</b>	<b>36.2%</b>

<sup>(1)</sup> Capital Program Actual included accrued expenses or which payments have not been made as of June 30, 2015.

<sup>(2)</sup> The Other Projects portion of the Capital Program Budget for 2015 totaled \$96.2 million, of which \$65 million was anticipated to be spent.

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

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

# Revenue – Second Quarter 2015 vs. 2014

(\$ thousands)

	Second Quarter		Variance	
	2014	2015	\$	%
Toll Revenue and Evasion Recovery	\$263,150	\$311,677	\$48,527	18.4%
Concessions	529	549	20	3.8%
Investment Income	203	454	251	124.0%
Miscellaneous	3,009	1,290	(1,719)	-57.1%
<b>Total Revenue</b>	<b>\$266,891</b>	<b>\$313,970</b>	<b>\$47,079</b>	<b>17.6%</b>

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



# M and O - Second Quarter 2015 vs. 2014

(\$ thousands)

	Second Quarter		Variance	
	2014	2015	\$	%
Payroll and Related Costs	\$37,896	\$38,873	\$977	2.6%
Group Insurance	7,377	7,905	528	7.2%
Contractual Services	13,236	15,140	1,904	14.4%
Materials/Operational Supplies/Other Expenses	997	1,843	846	84.8%
Utilities	1,613	913	(700)	-43.4%
All Other Insurance	2,425	2,764	339	14.0%
Parts and Fuel	1,618	1,048	(569)	-35.2%
Equipment/Office Rental and Maintenance	2,989	2,449	(540)	-18.1%
Other Miscellaneous Expenses	157	186	29	18.2%
Recovery of Expenses	(708)	(597)	111	15.6%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$67,600</b>	<b>\$70,524</b>	<b>\$2,924</b>	<b>4.3%</b>

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

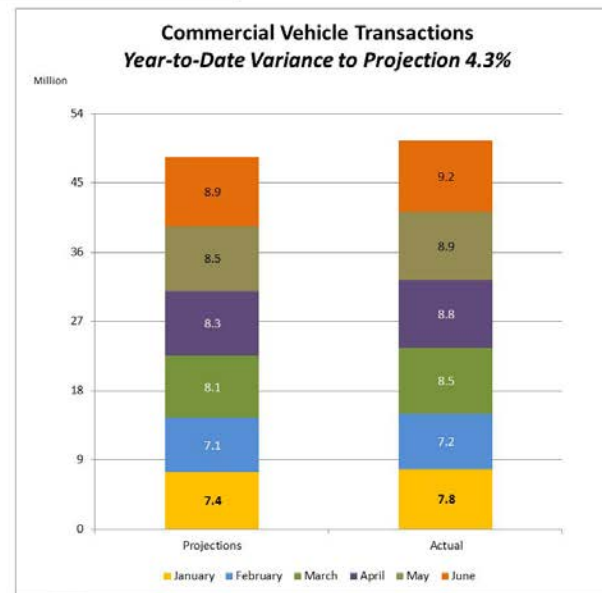
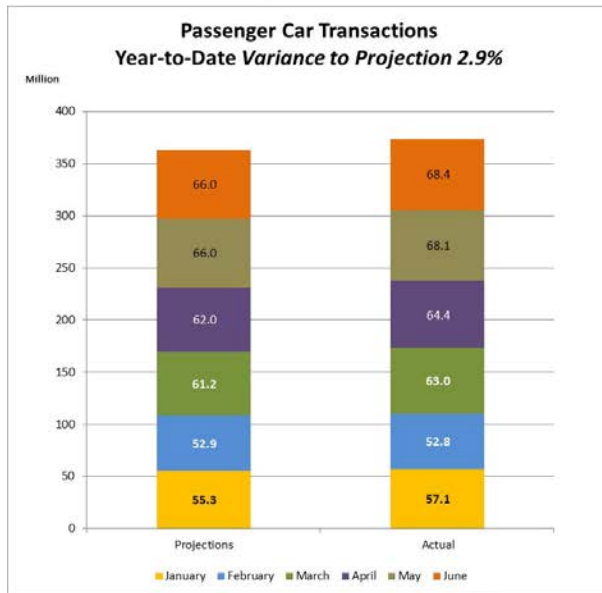
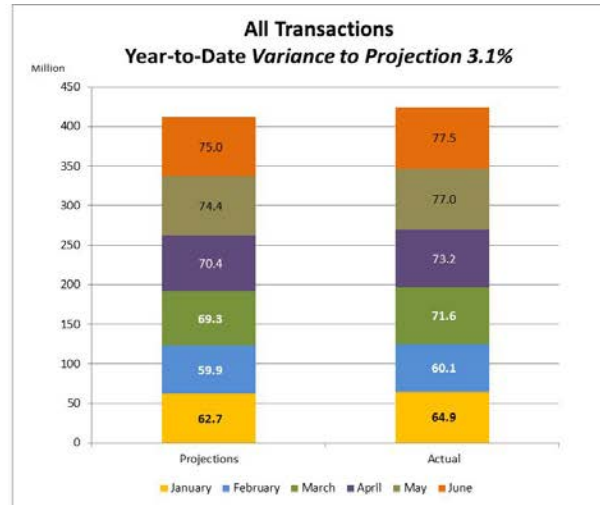
# Capital Program – Second Quarter 2015 vs. 2014

(\$ thousands)

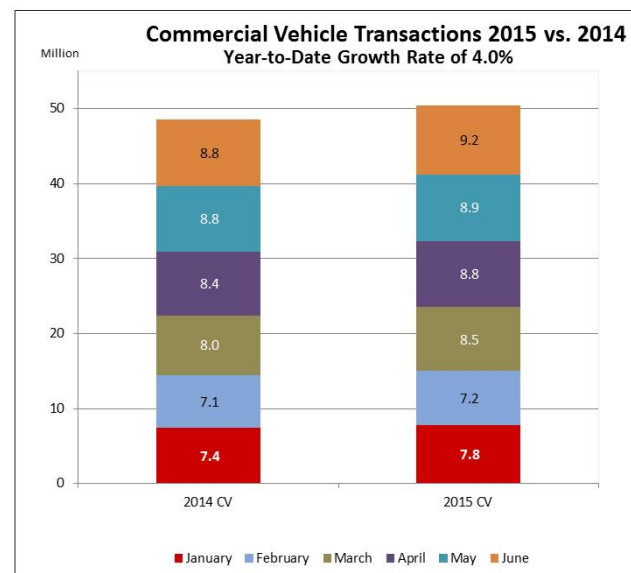
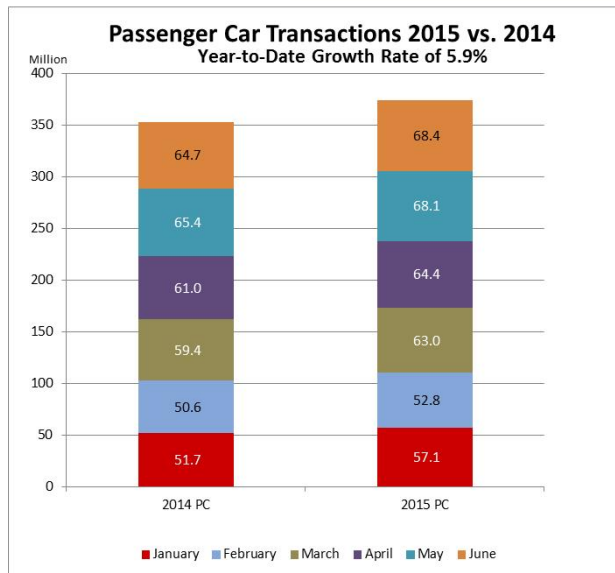
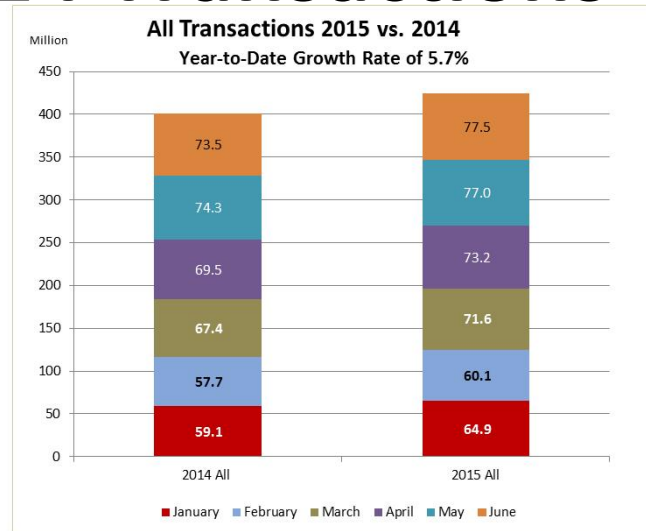
	Second Quarter		Variance	
	2014	2015	\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$1,286	\$140	(\$1,146)	-89%
Reagan Memorial Tollway (I-88)	4,769	25,360	20,591	432%
Jane Addams Memorial Tollway (I-90)	158,593	185,348	26,755	17%
Veterans Memorial Tollway (I-355)	1,444	121	(1,323)	-92%
Open Road Tolling (ORT)	421	928	507	120%
Systemwide Improvements	39,100	42,225	3,125	8%
Tri-State Tollway (I-294)/I-57 Interchange	10,786	5,219	(5,567)	-52%
Elgin O'Hare Western Access	52,419	119,077	66,658	127%
Illinois Route 53/120/Other Planning Studies	324	477	153	47%
<b>Move Illinois and CRP Subtotal</b>	<b>\$269,142</b>	<b>\$378,895</b>	<b>\$109,753</b>	<b>41%</b>
"Other" Capital Projects	12,460	9,810	(2,651)	-21%
<b>Capital Program Subtotal</b>	<b>\$281,603</b>	<b>\$388,705</b>	<b>\$107,102</b>	<b>38%</b>
Agreement Reimbursements and Other Adjustments	(\$4,584)	(\$135)	\$4,449	-97%
<b>Total Capital Program Expenditures</b>	<b>\$277,019</b>	<b>\$388,570</b>	<b>\$111,551</b>	<b>40%</b>

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

# 2015 vs. 2014 Transactions - *Projections vs. Actual*



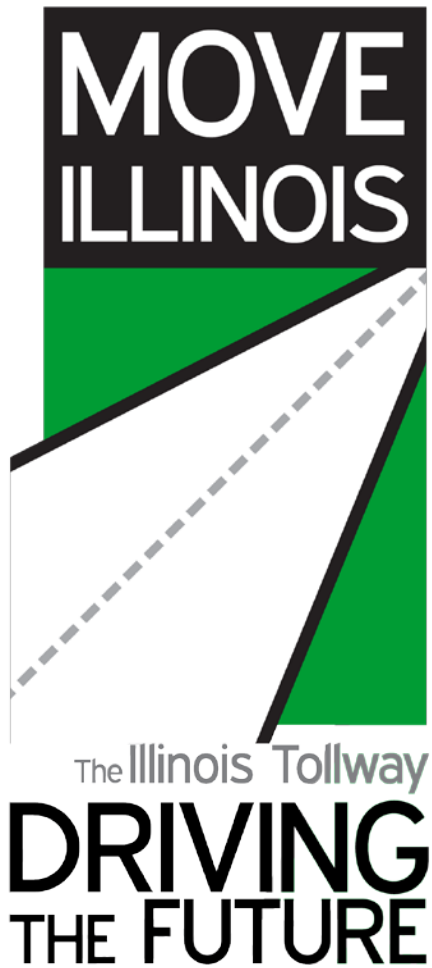
# 2015 vs. 2014 Transactions – Year-Over-Year





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**THANK YOU**



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# Managing Construction Changes and I-90 Progress

August 27, 2015

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# Change is Common

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- ▶ **Construction contract changes occur for a variety of reasons**
  - ▶ Differing site conditions (unsuitable soil, unidentified utilities, etc.)
  - ▶ Specification changes
  - ▶ Schedule changes
  - ▶ Balancing for final field measurements
  - ▶ Errors and omissions
  - ▶ Miscellaneous (such as weather)
  
- ▶ **Timely approvals are crucial to project delivery**
  - ▶ Capital program investing about \$6 to \$8 million per day
  
- ▶ **Details reported to the Board of Directors each month**
  
- ▶ **Illinois Tollway's change process is very effective**
  - ▶ National average for highway construction is 5 to 10 percent compared to current Tollway capital program average of 0.4 percent\*

*\*American Society of Civil Engineers Journal of Construction Engineering and Management, September 2010*

# Robust Process for Managing Change

- ▶ **Contract Cost Change Controls Committee (C5)**
  - ▶ Reviews and recommends construction contract changes
  - ▶ Reviewed by Chief Engineer (approve, reject, revise/resubmit)
  - ▶ Delegates signature authority per value of change
  
- ▶ **Committee composition**
  - ▶ Chairman appointed by the Chief Engineer
  - ▶ Two members appointed by the C5 Chairman (typically Tollway employees with design and/or construction experience)
  
- ▶ **Committee meets daily during peak construction months**
  
- ▶ **Representatives from Finance, Procurement and Audit Departments invited as observers**

Authorization Limit	Approving Authority
<b>Credits</b>	Project Manager
<b>Up to \$30,000</b>	Project Manager
<b>Up to \$100,000</b>	Chief Engineer
<b>Up to \$150,000</b>	Executive Director
<b>Up to \$200,000</b>	Chairman of the Board
<b>More than \$200,000</b>	Board of Directors



# Experience and Success Managing Change

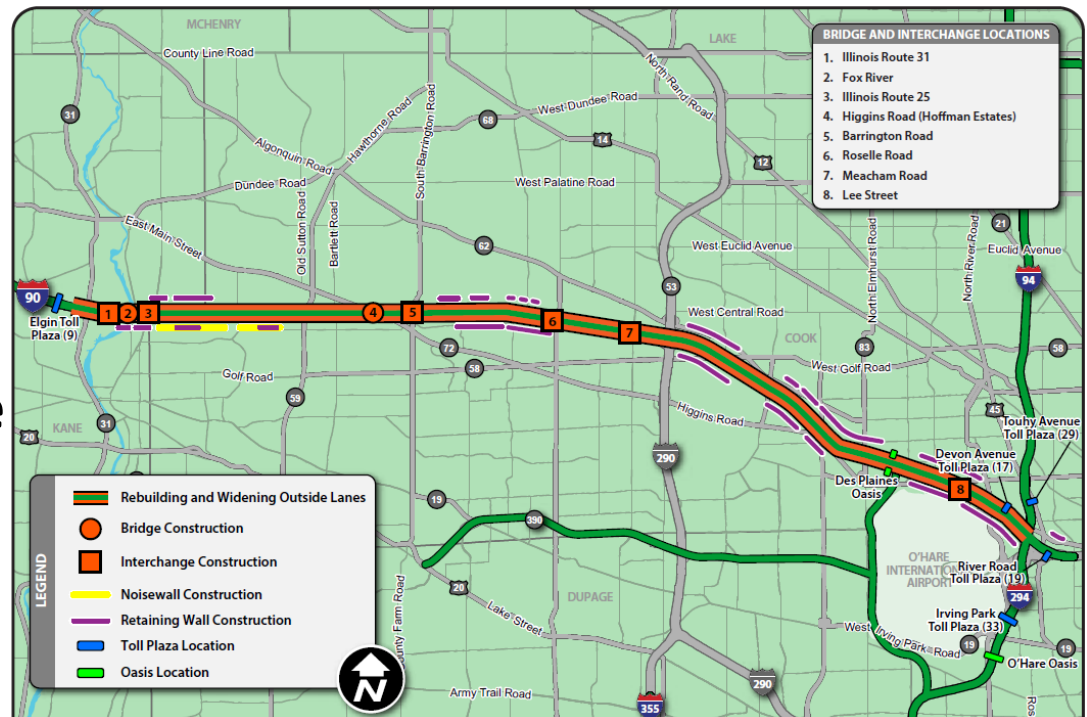
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## *Reputation for successfully delivering projects*

- ▶ **Delivered 80 percent of the 12-year Congestion-Relief Program in the first five years**
  - ▶ Processed more than 14,000 change orders/extra work orders
  - ▶ Resulted in modified cost less than one percent of total award amount
  
- ▶ **Successfully delivered 37-mile I-90 western segment**
  - ▶ Opened on time despite initial delays ranging from 15 to 118 days
  - ▶ Implemented successful mitigation strategy
  - ▶ Resulted in 2.67 percent (\$15 million) below established budget

# I-90 Eastern Segment Overview

- ▶ Rebuilding and widening 25 miles from six lanes to eight lanes
  - ▶ 28 bridges, including six interchanges
  - ▶ Urban region, with more than 270,000 vehicles per day
  
- ▶ Incorporating transit for the first time
  
- ▶ Implementing active traffic management (ATM) for the first time
  
- ▶ Addressing unique challenges throughout corridor



# Met with Unique Challenges

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*Initial delays had a ripple effect – from advance work contracts to current contracts*

- ▶ **U.S. Army Corps of Engineers permit delayed, required to begin work in regulated areas**
- ▶ **Major utilities serving more than 500,000 people run parallel to the corridor**
  - ▶ Highly complex work
  - ▶ Restrictive work rules limit productivity
  - ▶ Utility firms have limited resources available
- ▶ **Limited access to work zone**
  - ▶ Delays in third party utility relocations
  - ▶ Delays obtaining right-of-way and required rights-of-entry
- ▶ **Significant weather impacts**

# Mitigating Delays for the Customers

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*Tollway is committed to delivering improvements on time and within budget*

- ▶ **Tollway is customer-focused**
  - ▶ Minimizing impacts during construction
  - ▶ Making improvements in timely manner
  
- ▶ **Developed consistent, yet individual solutions to include**
  - ▶ Re-phasing and re-sequencing to prioritize mainline
  - ▶ Schedule recovery (extended hours/weekends)
  - ▶ Mobilization/remobilization
  - ▶ Extension of time for non-roadway work items
  - ▶ Winter protection for some work items



# Making Progress



# Quick Summary

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- ▶ **I-90 change orders and extra work orders are within budget**
  - ▶ 2015 budget for I-90 is \$839.6 million
  - ▶ Cost of mitigation plans for I-90 are 1.9 percent of the 2015 budget
  - ▶ Operating within the \$2.5 billion I-90 Rebuilding and Widening Project budget
- ▶ **To date, capital program change orders/extra work orders account for 0.4 percent of total contract awards**



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# Release of Retainage

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# Rules of Retainage

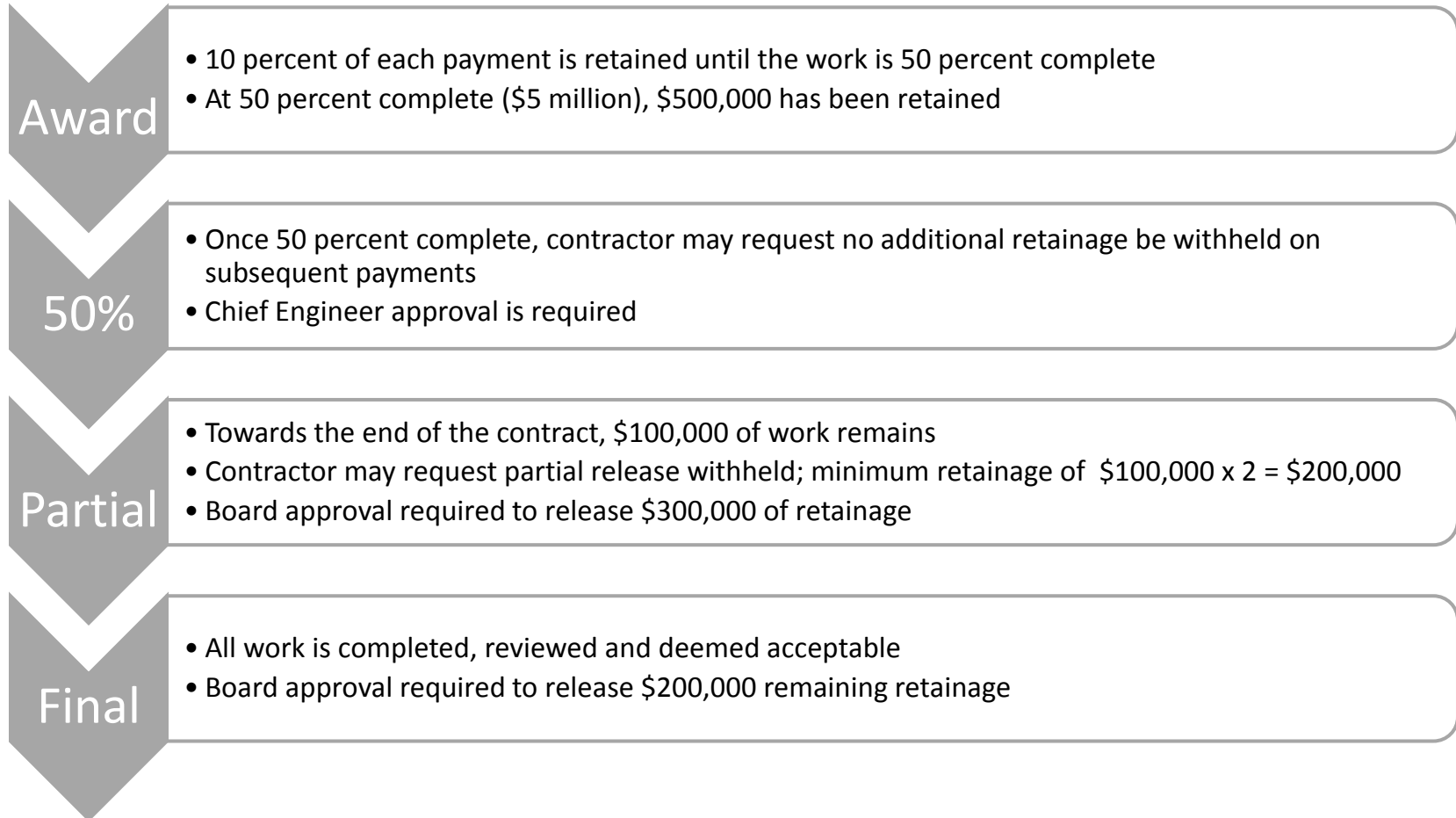
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- ▶ **Required by the Tollway's Trust Indenture and specifications**
- ▶ **Retainage requirements**
  - ▶ Ten percent of each payment amount retained until project is 50 percent complete
  - ▶ Upon completion of 50 percent of the work, retainage can be reduced with the Chief Engineer's approval
  - ▶ Partial release of retainage less than 5 percent requires Board approval
  - ▶ Final release of retainage requires Board approval
- ▶ **Detailed review process prior to Board approval**
- ▶ **Ensures contract compliance and completion by the contractor**
- ▶ **Diversity goals must be addressed prior to final payment**
- ▶ **Evaluating modifications to expedite the process**



# For Example...

## *Contract award for \$10 million*





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**THANK YOU**

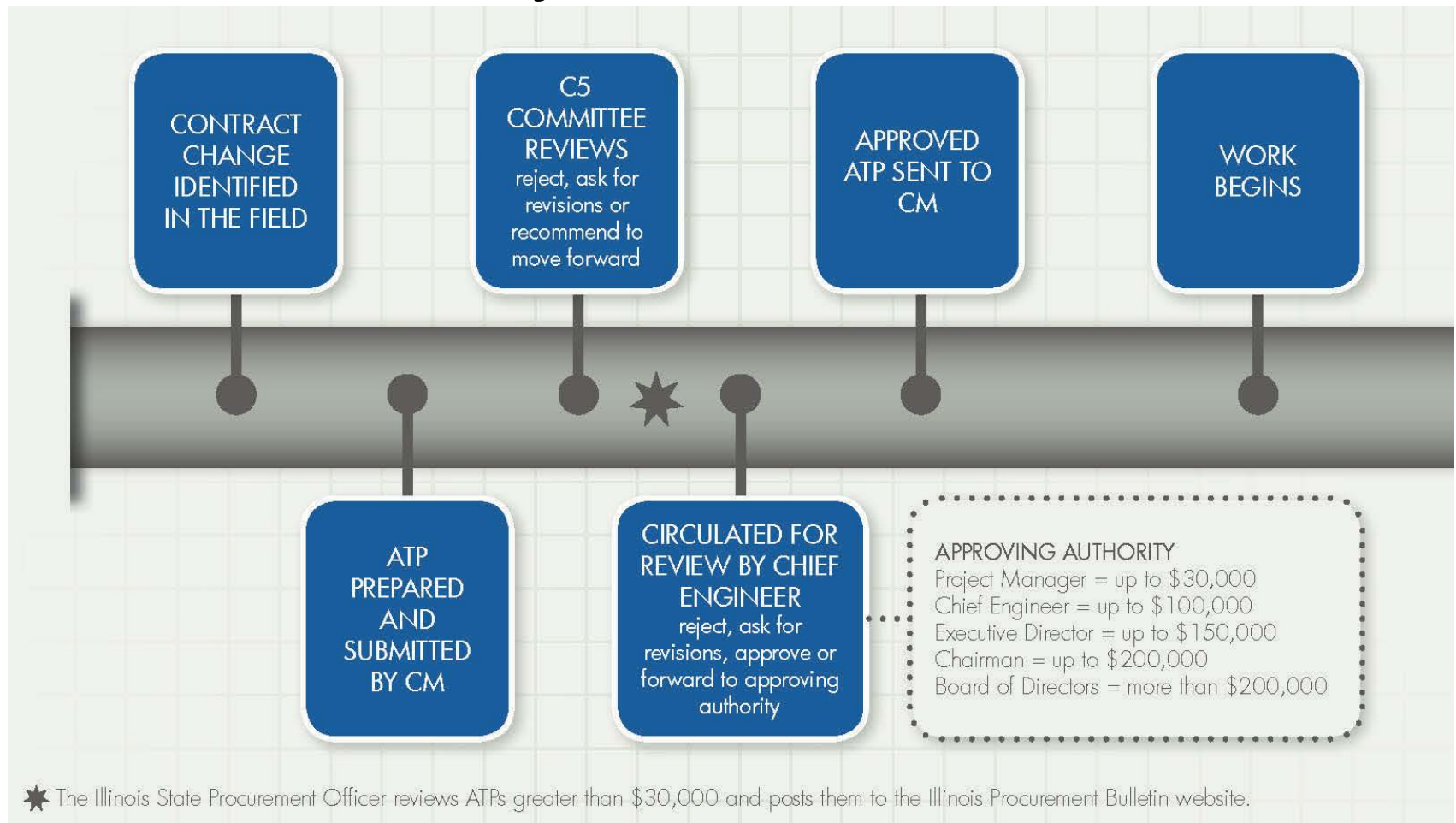
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# Appendix

# Authorization to Proceed Process

*Allows work to move forward*



# Change Order/Extra Work Order Process

*Allows payment for work performed in the field*

