



2015 Budget Analysis

*(Unaudited)*

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Quarterly Financial Review

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April 1 - June 30, 2015

*Quarterly Financial Review June 30, 2015*

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## INTRODUCTION

In December 2014, the Tollway Board of Directors adopted the annual budget for 2015. To monitor performance against this budget, each quarter the Finance Department reviews and compares actual revenue and expenditures of the Tollway to the budget and presents the resulting analysis in this quarterly report to the Finance, Administration and Operations Committee and the Tollway Board.

The annual budget is prepared in conformance with provisions of the Tollway's Trust Indenture. This quarterly financial report is unaudited and is prepared on a basis of accounting that comports with the Trust Indenture, which is a basis of accounting other than generally accepted accounting principles. Revenue and expenditures are reported on an accrual basis net of certain allowances for bad debt. Capital expenditures are expensed in the period incurred, and no accommodation is made for depreciation of capital assets. Reimbursements for capital expenditures are treated as reduction in expenses.

Tollway revenue sources include toll revenue and evasion recovery, concessions, investment income and miscellaneous income.

- Toll revenue is collected from Tollway users either by cash or electronic toll collection for users of I-PASS/E-ZPass.
- Evasion recovery revenue includes fines, fees and tolls collected from toll violators.
- Concessions revenue is generated from the Tollway's oases, where third-party vendors provide fuel, food and other conveniences to users of the Tollway.
- Investment income is primarily interest earned on Tollway funds and I-PASS escrow accounts.
- Miscellaneous revenue includes revenue from overweight truck fines, rental and easement income, tower co-location fees, rental income from fiber optic lines and other miscellaneous receipts.

This report provides an analysis of actual revenue and expenditures through the second quarter of fiscal year 2015. The purpose of this analysis is to assess the actual financial performance of the Tollway relative to the 2015 Budget. The report indicates variances from budgeted amounts. A favorable variance contributes to a higher fund balance, while an unfavorable variance reduces the fund balance.

***All figures contained in this report are preliminary and unaudited and should be used for informational purposes only.***

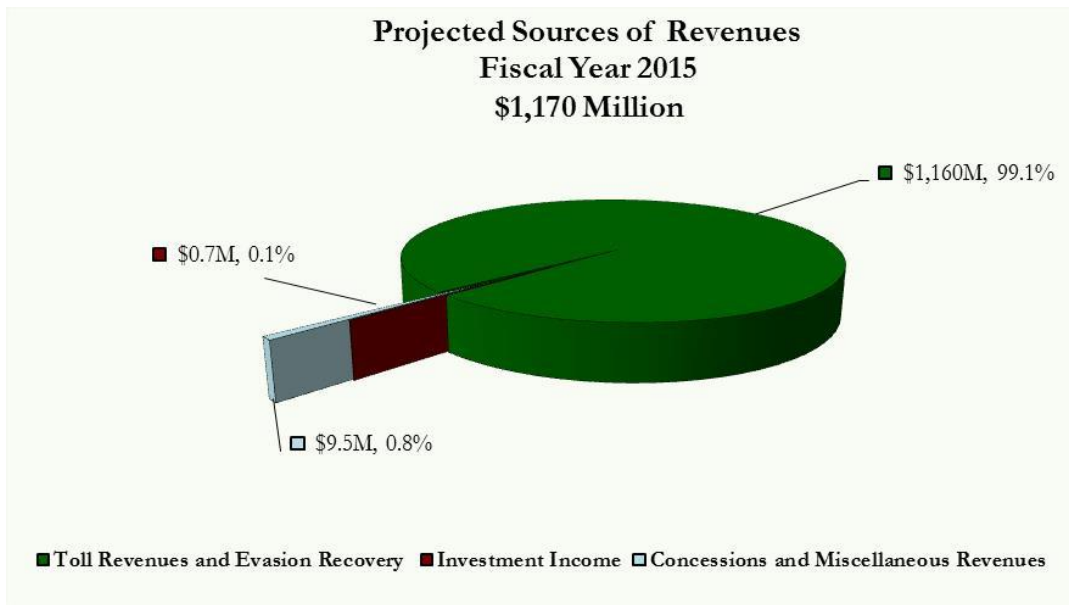
## BUDGET SUMMARY

### Introduction

The Illinois Tollway Board of Directors on August 25, 2011, adopted the 15-year, \$12 billion capital program, *Move Illinois: The Illinois Tollway Driving the Future*, funded by bonds, and toll revenue generated through a toll rate increase for passenger vehicles in 2012 and previously approved increases for commercial vehicles beginning in 2015. The 2015 Budget, approved by the Board of Directors in December 2014, includes the maintenance and operations budget, debt service transfers and capital budget in support of the fourth year of the *Move Illinois* Program.

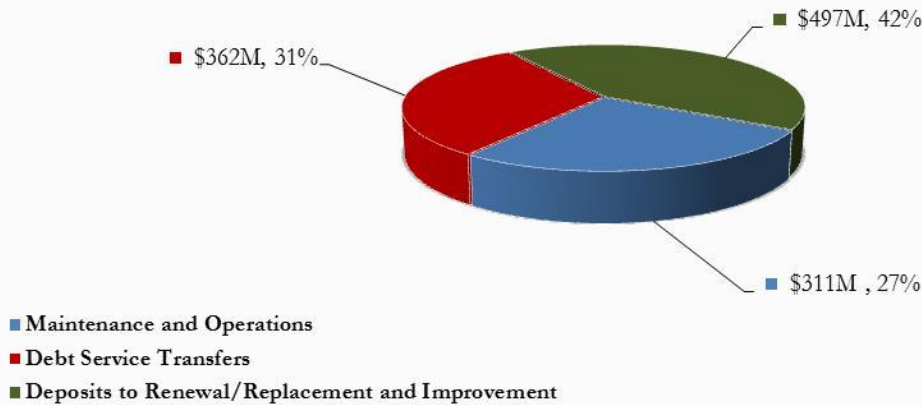
### Budgeted Revenue 2015

The 2015 budget estimates annual revenue totaling \$1,170 million, including \$1,160 million from toll revenue and evasion recovery, \$0.7 million from investment income and \$9.3 million from concessions revenue and miscellaneous income.



The Tollway's 2015 Budget allocates \$311 million for maintenance and operations expenses, \$362 million for debt service transfers and \$497 million for the *Move Illinois* and Congestion-Relief Programs and other non-roadway capital investments (deposits to the renewal/replacement and improvement accounts).

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



## SECOND QUARTER RESULTS SUMMARY

### Revenue

Revenue for the 2015 second quarter totaled \$314 million and was \$14.1 million more than budgeted. Toll and evasion recovery revenue totaled \$311.7 million, miscellaneous income totaled \$1.3 million, concessions revenue totaled \$549 thousand and investment income totaled \$454 thousand.

Revenue through June 30, 2015, totaled \$585.6 million and comprised 50.1 percent of the \$1,170 million annual revenue budget. Toll and evasion recovery revenue totaled \$581 million, miscellaneous income totaled \$2.7 million, concessions revenue totaled \$1 million and investment income totaled \$863 thousand.

### Expenditures

The Illinois Tollway's 2015 second quarter operating expenditures totaled \$70.5 million, which represented a \$2.4 million favorable variance as compared to budget. Operating expenditures through June 30, 2015, totaled \$144.4 million, which comprised 46.5 percent of the \$310.6 million annual maintenance and operations budget.

The Tollway's 2015 second quarter debt service transfers totaled \$97.2 million and were \$7.7 million more than budget. Debt service transfers through the first half of 2015 totaled \$188.6 million and comprised 52 percent of the \$362.7 million annual debt service transfers budget.

Capital program expenditures for the second quarter totaled \$388.6 million and were \$16.5 million less than projection. These capital expenditures included \$378.9 million for the *Move*

*Illinois* Program and the Congestion-Relief Program projects and \$9.8 million for other capital projects.

Year-to-date capital program expenditures totaled \$588.4 million, which comprised 36.2 percent of the \$1,625 million annual capital program projections. *Move Illinois* and Congestion-Relief Program expenses through June 30 totaled \$566.8 million, other capital projects totaled \$21.8 million and IGA reimbursements and other adjustments reduced year-to-date expenses by \$154 thousand.

### **Outlook**

Maintenance and operations expenses were less than budgeted for the second quarter. The Illinois Tollway anticipates third quarter operating expenditures for equipment maintenance, utilities and parts and fuel are likely to increase. The Tollway will continue to monitor payroll/related costs and vacancies, as well as other categories that are sensitive to price fluctuations including fuels, utilities and roadway materials.

Capital program expenditures were lower than the second quarter projections. The Tollway anticipates third and fourth quarter expenses will continue to track close to projections

### **Revised Estimate 2015**

In April, in advance of the sale of Illinois State Toll Highway Authority 2015 Series A Bonds, the Illinois Tollway revised downward the 2015 capital program expenditure projections for the *Move Illinois* and Congestion-Relief Programs by \$40.4 million, from \$1,625 million to \$1,584.6 million. The other capital projects estimate remains at \$65 million.

## REVENUE SUMMARY

### Budget vs. Unaudited Actual Second Quarter 2015

(\$ thousands)

	2nd Qtr		Variance	
	Budget	Actual	\$	%
Toll Revenue and Evasion Recovery	\$297,453	\$311,677	\$14,224	4.8%
Concessions	508	549	41	8.1%
Investment Income	175	454	279	159.3%
Miscellaneous	1,732	1,290	(442)	-25.5%
<b>Total Revenue</b>	<b>\$299,868</b>	<b>\$313,970</b>	<b>\$14,102</b>	<b>4.7%</b>

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

### Budget vs. Unaudited Actual Year-To-Date June 30, 2015

(\$ 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.

## Analysis

Revenue for the 2015 second quarter totaled \$314 million, \$14.1 million more than budgeted for the period.

Toll and evasion recovery revenue totaled \$311.7 million, \$14.2 million more than projected for the quarter.

Toll transactions for all vehicle classes grew 5.7 percent compared to the same period in 2014 and exceeded the second quarter projection by 3.1 percent. Passenger car transactions grew 5.9 percent from second quarter 2014 and exceeded the quarterly projection by 2.9 percent. Second quarter commercial vehicle grew transactions 4 percent compared to the same period in 2014 and exceeded projection by 4.3 percent.

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Investment income totaled \$454 thousand or \$279 thousand more than the second quarter budget. Concessions revenue totaled \$549 thousand and tracked slightly higher than budget. Miscellaneous income totaled \$1.3 million or approximately \$442 thousand less than the second quarter budget.



## MAINTENANCE AND OPERATIONS SUMMARY

### Budget vs. Unaudited Actual Second Quarter 2015

(\$ thousands)

	2nd Qtr		Variance	
	Budget	Actual	\$	%
Payroll and Related Costs	\$40,811	\$38,873	\$1,938	4.7%
Group Insurance	7,459	7,905	(446)	-6.0%
Contractual Services	14,135	15,140	(1,005)	-7.1%
Materials/Operational Supplies/Other Expenses	1,109	1,843	(734)	-66.2%
Utilities	1,643	913	730	44.4%
All Other Insurance	3,019	2,764	255	8.4%
Parts and Fuel	1,814	1,048	765	42.2%
Equipment/Office Rental and Maintenance	3,327	2,449	878	26.4%
Other Miscellaneous Expenses	240	186	54	22.6%
Recovery of Expenses	(598)	(597)	(1)	-0.1%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$72,958</b>	<b>\$70,524</b>	<b>\$2,434</b>	<b>3.3%</b>

Notes:

1. Positive variance indicates lower than budget, while negative variance indicates higher than budget.
2. Numbers may not add to totals due to rounding.

### Budget vs. Unaudited Actual Year-To-Date June 30, 2015

(\$ 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.

## **Analysis**

The Illinois Tollway's 2015 second quarter operating expenditures totaled \$70.5 million, representing a favorable variance of \$2.4 million. The 2015 year-to-date expenditures comprised 46.5 percent of the \$310.6 million annual maintenance and operations budget.

**Payroll and related costs** for the second quarter totaled \$38.9 million, \$1.9 million under budget. This favorable variance is mainly attributable to unfilled vacancies, both in the salaries and wages area, partially offset by additional costs related to labor union contract approved in 2015.

**Group insurance expenses** totaled \$7.9 million, \$446 thousand more than budget. The variance is attributable to additional insurance costs associated with a new labor contract approved in 2015, partially offset by less insurance costs due to vacancies.

**Contractual services** for the second quarter totaled \$15.1 million, approximately \$1 million more than budget. The unfavorable variance is mainly attributable to increased credit card fees, due to higher revenue, and is partially offset by less spending on a support services contract for the Information Technology Department.

**Materials/operational supplies/other expenses** totaled \$1.8 million for the second quarter and \$734 thousand more than budget. This variance is mainly due to additional purchases of rock salt before the current contract expires in August. Prices are expected to rise with the new contract.

**Utilities expenses** for the second quarter, which include electricity, natural gas, water and telephone expenses, totaled \$913 thousand, approximately \$730 thousand under budget. This favorable variance was mainly due to timing of payments for electricity. Year-to-date expenditures in this category tracked to budget.

**All other insurance** expenses totaled \$2.8 million, \$255 thousand under budget. This category includes expenses for property and liability insurance, as well as amounts allocated to the workers' compensation claim fund. The favorable variance is mainly attributable to lower property and liability claims.

**Parts and fuel** expenses totaled \$1 million, \$765 thousand less than the second quarter budget. This favorable variance is partially due to lower fuel prices and reduced consumption resulting from an ongoing fuel reduction initiative.

**Equipment/office rental and maintenance** expenditures totaled \$2.4 million during the second quarter, \$878 thousand under budget. This variance is mainly due to the timing of software and toll collection equipment maintenance and licensing.

**Other Miscellaneous Expenses** totaled \$186 thousand, \$54 thousand under the second quarter budget. This cost category includes travel, training, dues, books, subscriptions, uniforms and accessories.

**Recovery of expenses** totaled \$597 thousand and tracked to budget. This category includes reimbursement for services (ambulances and/or fire trucks) or damage to Tollway property caused by others.

**Budget Transfers**

Budget to actual comparisons in this analysis are based on the 2015 maintenance and operations budget adopted by the Tollway Board. During the budget year, management approves transfers from accounts that incur surpluses to those requiring additional funds due to shortfalls. These transfers approved by management, do not change the total dollar amount of the maintenance and operations budget approved by the Board in December 2014.

## DEBT SERVICE SUMMARY

For annual budgeting and quarterly reporting purposes, debt service consists of the sum of monthly transfers from the Revenue Account to the Trustee-held Debt Service Account, in accordance with the Indenture, to provide for payment of:

- (i) interest due on outstanding bonds
- (ii) the retirement of bond principal at maturity or sinking fund redemption;
- (iii) net payments on interest rate exchange (“swap”) agreements; and
- (iv) costs related to bond credit/liquidity agreements, bond remarketing agreements and bond ratings.

For 2015, the Tollway budgeted \$362.7 million for transfers from the Revenue Account to the Debt Service Account to provide for these payments. That budgeted amount assumed an additional source of funds of \$15.1 million from federal subsidies associated with the Tollway’s Series 2009A and Series 2009B Build America Bonds.

Following are the unaudited results for the quarter ended June 30, 2015, with comparisons to budget.

### Budget vs. Actual (Unaudited) (\$ thousands)

	Budget	Actual	Variance	
			\$	%
Debt Service Transfers – 1 <sup>st</sup> Qtr	\$87,414	\$91,380	\$3,966	4.5%
Debt Service Transfers – 2 <sup>nd</sup> Qtr	\$89,525	\$97,181	\$7,656	8.6%
Debt Service Transfers - YTD Jun 30, 2014	\$176,938	\$188,561	\$11,622	6.6%

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

### % of Budget Realized (Unaudited) (\$ thousands)

	Annual Budget	YTD Actual	Realized
Debt Service Transfers	\$362,654	\$188,561	52.0%

## Analysis

The primary contributor to the \$11.6 million unfavorable variance was increased transfers for a \$36.81 million Series 2005A principal payment due January 1, 2016. As a result, \$36.81 million was budgeted to be transferred in 12 level monthly payments from January through December. Pursuant to authorization from a Tollway Board Resolution dated January 29, 2015, the Tollway elected to accelerate \$18.4 million of the monthly transfers from July-through-December to the months of February-through-June, so that all \$36.81 million would be available to optionally redeem the Series 2005A bonds six months early on July 1, 2015. The Tollway executed the early redemption on July 1, 2015, which will save the Tollway approximately \$900,000 in

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interest expense in the second half of 2015. The amount of transfers for the Series 2005A principal payment that were accelerated into the first half of 2015 was \$18.4 million.

The following favorable contributors partially offset the \$18.4 million unfavorable variance described in the preceding paragraph: interest expense on new money bonds budgeted for the second quarter which did not materialize because such new money bonds were not issued until the third quarter; an unrealized provision for additional debt service resulting from refunding synthetic fixed rate bonds and/or incurring variable bond interest in excess of variable swap receipts; reduced debt service from refunding a portion of the Tollway's Series 2006A Bonds; and favorable variances related to the timing of monthly transfers for debt service for the Series 2007A and 2008A synthetic fixed rate bonds.

## DERIVATIVES

The Tollway employed the use of interest rate exchange (swap) agreements and forward-starting interest rate exchange agreements (forward agreements) to hedge against increases in interest rates by providing synthetic fixed rates associated with the Tollway's variable rate bonds. The following chart presents the Tollway's swap portfolio as of quarter-end June 30, 2015. The four swap agreements related to the Series 2007A Bonds were originally entered into as forward agreements in September 2005 and became effective upon the closing of the Series 2007A Bonds on November 1, 2007. The three swap agreements related to the Series 2008A Bonds were originally entered into in December 2007 and became effective upon the closing of the Series 2008A Bonds on February 7, 2008.

<b>The Illinois State Toll Highway Authority</b>							
<b>Swap Portfolio as of June 30, 2015</b>							
(Note: Valuations are net of accrued interest.)							
(\$ thousands)							
Series	Provider	Notional Amount	Fixed Rate Paid	Variable Rate Rec'd	Maturity	Valuation	
1998 SERIES B	Goldman Sachs Mitsui Marine	67,705	4.3250%	Actual	1/1/2017	(2,883)	
1998 SERIES B	JP Morgan Chase Bank*	55,395	4.3250%	Actual	1/1/2017	(2,359)	
<b>1998 SERIES B TOTAL</b>		<b>\$123,100</b>				<b>(\$5,241)</b>	
2007 SERIES A-1	Citibank N.A., New York	175,000	3.9720%	SIFMA	7/1/2030	(\$36,880)	
2007 SERIES A-1	Goldman Sachs Bank USA	175,000	3.9720%	SIFMA	7/1/2030	(\$36,880)	
<b>2007 SERIES A-1 TOTAL</b>		<b>\$350,000</b>				<b>(\$73,760)</b>	
2007 SERIES A-2	Bank of America, N.A.	262,500	3.9925%	SIFMA	7/1/2030	(\$55,904)	
2007 SERIES A-2	Wells Fargo Bank**	87,500	3.9925%	SIFMA	7/1/2030	(\$18,635)	
<b>2007 SERIES A-2 TOTAL</b>		<b>\$350,000</b>				<b>(\$74,539)</b>	
2008 SERIES A-1	The Bank of New York	191,550	3.7740%	SIFMA	1/1/2031	(\$36,084)	
2008 SERIES A-1	Deutsche Bank AG, New York Branch	191,550	3.7740%	SIFMA	1/1/2031	(\$36,084)	
<b>2008 SERIES A-1 TOTAL</b>		<b>\$383,100</b>				<b>(\$72,169)</b>	
2008 SERIES A-2	Bank of America, N.A.***	95,775	3.7640%	SIFMA	1/1/2031	(\$17,941)	
<b>2008 SERIES A-2 TOTAL</b>		<b>\$95,775</b>				<b>(\$17,941)</b>	
<b>TOTAL</b>		<b>\$1,301,975</b>				<b>(\$243,650)</b>	

NOTE: 1998B swaps are valued assuming the receipt of SIFMA+8bp, as an approximation of the valuation of these actual-bond-rate swaps.

\* Originally Bear Stearns Financial Products; novated to JP Morgan Chase Bank in May 2009.

\*\* Originally Wachovia Bank, N.A.; acquired by Wells Fargo in December 2008; name changed in March 2010.

\*\*\* Originally Merrill Lynch Capital Services, Inc.; Bank of America acquired Merrill Lynch in December 2008; swap novated to Bank of America, N.A. in October 2011.

Mark-to-market valuations of the Tollway's swap agreements typically decline in value (from the Tollway's perspective) when interest rates decline and increase in value when interest rates

increase. To the extent any negative valuation of the Tollway's derivatives were to become realized by a swap agreement termination, it is possible (although not certain) that such a realized loss might be mitigated by a lower cost of capital expected to be available in that lower-interest rate market.

## CAPITAL PROGRAM SUMMARY

### Capital Budget 2015

The majority of expenditures for the capital program are for major capital renewal or repair projects and for improvements made to the system. Variances from year to year are due to the schedule of work and the differing values for projects included in the overall capital program.

The capital budget is comprised of two major programs. The newest program, *Move Illinois: The Illinois Tollway Driving the Future*, was approved by the Board of Directors on August 25, 2011. The *Move Illinois* Program is a 15-year program which extends from 2012 through 2026 and includes anticipated capital investments totaling an estimated \$12 billion. The fiscal year 2015 Capital Budget allocates \$1,331.7 million to fund the fourth year of the *Move Illinois* Program.

The second program is the Congestion-Relief Program (CRP). The 12-year Congestion-Relief Program, which began in 2005 and will be completed by 2016, is currently estimated at \$5.7 billion. The fiscal year 2015 Capital Budget allocates \$228.3 million to fund the eleventh year of the CRP. Additionally, the fiscal year 2015 Capital Budget allocates approximately \$65 million to fund "other" capital projects to support ongoing operations of the Tollway.

In addition to the *Move Illinois* and CRP programs, the Tollway has budgeted capital investments in business systems, fleet, technology, and other needs totaling \$65 million in 2015.

**CAPITAL PROGRAM**  
2014 Estimate and Expenditures; 2015 Approved Budget  
(\$ millions)

	2014 October Estimate	2014 Expenditure	2015 Budget
Tri-State Tollway (I-94/I-294/I-80)	\$9.3	\$3.0	\$19.0
Reagan Memorial Tollway (I-88)	11.4	13.5	107.9
Jane Addams Memorial Tollway (I-90)	646.1	616.5	839.6
Veterans Memorial Tollway (I-355)	5.0	2.2	0.9
Open Road Tolling (ORT)	2.7	1.9	5.4
Systemwide Improvements	172.2	162.4	241.1
I-294/I-57 Interchange	46.4	40.9	20.2
Elgin O'Hare Western Access	235.5	241.7	319.8
Illinois Route 53/120/Other Planning Studies	2.7	1.5	6.1
<b>Move Illinois and CRP Subtotal</b>	<b>\$1,131.1</b>	<b>\$1,083.6</b>	<b>\$1,560.0</b>
Other Capital Projects	55.4	50.6	65.0
<b>Capital Program Subtotal</b>	<b>\$1,186.5</b>	<b>\$1,134.1</b>	<b>\$1,625.0</b>
Intergovernmental Agreement Reimbursements	0.0	(14.7)	-
<b>Total Capital Program</b>	<b>\$1,186.5</b>	<b>\$1,119.3</b>	<b>\$1,625.0</b>

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

### Revised Estimate 2015

Revisions to expenditure projections are made during the course of the year. In April, in advance of the sale of Illinois State Toll Highway Authority 2015 Series A Bonds, the Tollway revised downward the 2015 Capital Program expenditure projections for the *Move Illinois* and

Congestion-Relief Programs by \$40.4 million, from \$1,625 million to \$1,584.6 million. The other capital projects estimate remains at \$65 million.

## Allocation of Capital Budget 2015

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

**\$19.0 Million**

The *Move Illinois* Program capital budget for the Tri-State Tollway corridor is \$18.1 million for master plan development for the reconstruction from 95th Street to Balmoral Avenue, as well as design services for reconstruction of the Mile Long Bridge over the Des Plaines River and the BNSF Railroad Bridge over I-294, which will begin in advance of construction planned for 2021.

The CRP budget for the Tri-State Tollway corridor is \$874 thousand to complete the right-of-way acquisitions for the new I-294/I-57 Interchange that is being constructed under *Move Illinois*.

### The Reagan Memorial Tollway (I-88)

**\$120.8 Million**

The 2015 *Move Illinois* budget of \$7.0 million for this corridor is for design work for roadway reconstruction east of York Road, both on the connector road to the Tri-State Tollway (I-294) and the east segment ending at I-290.

The CRP budget allocates \$113.7 million for resurfacing between Illinois Route 251 and U.S. Route 30.

### The Jane Addams Memorial Tollway (I-90)

**\$839.6 Million**

The *Move Illinois* Program budget allocates \$791.7 million for work on the corridor in 2015. Reconstruction and widening of the westbound lanes from Mill Road to the Elgin Toll Plaza was completed in 2014 with closeout extending into early 2015. Several interchanges, ramps and bridges will also see improvements in 2015 including Genoa Road Interchange, Irene Road Interchange, U.S. Route 20 ramps, I-90 bridge over the Fox River, Illinois Route 25 Interchange and interchanges at Roselle, Meacham and Barrington Roads. The 2015 budget includes the second year of mainline reconstruction and widening from Elgin Toll Plaza to the Tri-State Tollway (I-294) with work on the outside lanes. Relocating the Northwest Suburban Metropolitan Joint Action Water Association (NSMJAWA) water main on the east segment of the corridor will provide the access necessary for the reconstruction and widening. Other activities will continue such as right of way acquisition, utility relocations, wetland mitigation, and installation of ITS elements along the corridor.

The CRP budget of \$47.9 million for this corridor is required for bridge reconstruction and improvements at Higgins and Barrington Roads and the reconstruction of several crossroad bridges including Tripp, Spring Center, Garden Prairie and Anthony Roads.



**The Veterans Memorial Tollway (I-355)**

**\$914 thousand**

The *Move Illinois* Program capital budget for this corridor is only \$500 thousand for right-of-way services for systemwide repair work on I-355 that may require surveys or assessments in the near future.

The CRP budget for this corridor is \$414 thousand, mainly to complete design of the southbound resurfacing and widening from 71<sup>st</sup> Street to 75<sup>th</sup> Street.

**Open Road Tolling**

**\$5.4 Million**

The 2014 Capital Budget allocates \$5.4 million for upgrades and enhancement for the Tollway's electronic toll collection equipment - Traffic Revenue Management and Maintenance Program (TRMMP).

**Systemwide**

**\$228.2 Million**

The *Move Illinois* Program capital budget allocates \$168.2 million on systemwide improvements, including bridge, pavement and safety improvements, toll collection and IT related projects, and maintenance facility upgrades, which includes the reconstruction of the Alsip M-1 maintenance site and rehabilitation of the Hillside M-2 maintenance site, the DeKalb M-11 maintenance site, the Dixon M-12 maintenance site and the Downers Grove M-14 maintenance site. Additionally, funds will be spent on program support activities, including support staff, project management, materials, utility relocations, engineering and land acquisition support services.

The CRP budget allocates \$60 million for systemwide improvements including pavement improvements to ensure the integrity of the system, bridge improvements and environmental projects, landscaping, program management and other related projects. It also includes bridge reconstruction related to planned interchange improvements at the Reagan Memorial Tollway (I-88) and Farnsworth Avenue.

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

**\$20.2 Million**

The budget for this corridor is \$20.2 million to complete closeout activities for the second phase of construction of the new interchange at the Tri-State Tollway (I-294) and I-57, which was completed in 2014. Landscaping and completion of payments for completed utility work will also occur.

**Elgin O'Hare Western Access Project**

**\$319.8 Million**

The *Move Illinois* Program 2015 budget for this corridor is \$319.8 million. Engineering work includes final design services for the extension of Illinois Route 390, preliminary design of the Illinois Route 390 system interchange providing western access, as well as select advance design elements. Construction includes bridge and roadway rehabilitation and remaining widening of the Illinois Route 390 existing portion, ongoing construction of the new I-290/Illinois Route 390 Interchange, construction along the new Illinois Route 390 to the east, interchange improvements at Park Boulevard, Arlington Heights Road and Wood Dale Road, and bridge construction at Salt Creek, Mittel Boulevard and Lively Boulevard. Work also includes completion of the new interchange on the Jane Addams Memorial Tollway (I-90) at Elmhurst Road, and Northwest Suburban Metropolitan Joint Action Water Association (NSMJAWA) water relocation on I-90. Additionally, 2015 work includes construction of ITS/ electronic tolling elements for converting Illinois Route 390 from U.S. Route 20 to I-290 into a toll road, as well as

right-of-way acquisitions and utility relocations to support the Elgin O'Hare Western Access Project.

**Illinois Route 53/120 Project/Other Planning Studies** **\$6.1 Million**

The 2015 budget for this corridor will fund planning studies, environmental surveys, and the start of phase one design services on the extension of Illinois Route 53/120 from Lake Cook Road north into Lake County.

**Other Capital Projects** **\$65 Million**

In addition to the *Move Illinois* and CRP, other projects are needed to support ongoing operations of the Tollway and to ensure that the existing roadway network is maintained and safe for travel. While the *Move Illinois* and CRP are the major components of the Tollway's capital program, other elements include new technologies to manage congestion, reduce travel times and provide enhanced customer service, improvements to maintenance buildings and other structures to maintain Tollway assets and additional equipment for the Illinois State Police District 15 and maintenance staff to improve efficiency and enhance public safety. The Tollway anticipates spending \$65 million in 2015 for other capital projects.

**Capital Program Expenditures**

Projection vs. Unaudited Actual  
Second Quarter 2015  
(\$ thousands)

	2nd Qtr		Variance	
	Projection	Actual <sup>(1)</sup>	\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$4,527	\$140	\$4,387	96.9%
Reagan Memorial Tollway (I-88)	26,868	25,360	1,508	5.6%
Jane Addams Memorial Tollway (I-90)	215,532	185,348	30,184	14.0%
Veterans Memorial Tollway (I-355)	303	121	182	60.0%
Open Road Tolling (ORT)	1,339	928	411	30.7%
Systemwide Improvements	50,021	42,225	7,796	15.6%
Tri-State Tollway (I-294)/I-57 Interchange	2,124	5,219	(3,095)	-145.7%
Elgin O'Hare Western Access	91,434	119,077	(27,643)	-30.2%
Illinois Route 53/120/Other Planning Studies	576	477	99	17.2%
<b>Move Illinois and CRP Subtotal</b>	<b>\$392,725</b>	<b>\$378,895</b>	<b>\$13,830</b>	<b>3.5%</b>
"Other" Capital Projects	12,352	9,810	2,542	20.6%
<b>Capital Program Subtotal</b>	<b>\$405,076</b>	<b>\$388,705</b>	<b>\$16,372</b>	<b>4.0%</b>
Agreement Reimbursement and other Adjustments <sup>(2)</sup>	-	(135)	135	N/A
<b>Total Capital Program Expenditures</b>	<b>\$405,076</b>	<b>\$388,570</b>	<b>\$16,507</b>	<b>4.1%</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.

Quarterly Financial Review June 30, 2015

Projection vs. Unaudited Actual  
Year-To-Date June 30, 2015

(\$ 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.

## Analysis

Capital program expenditures are reported on an accrual basis. For the quarter ending June 30, 2015, unaudited capital program expenditures totaled \$388.6 million. This amount included expenses paid during the second quarter, as well as \$156.1 million of work completed during the quarter and/or in prior periods for which payments have not been made as of June 30, 2015. *Move Illinois* and CRP expenditures totaled \$378.9 million and other capital project expenditures totaled \$9.8 million. In addition, other adjustments made during the quarter reduced expenditures by \$135 thousand.

Expenditures for the second quarter Capital program were less than projection by \$16.5 million, which is primarily attributed to scheduling changes, including the timing of reimbursements.

## 2015 Second Quarter Expenditures

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

**\$140 thousand**

During the second quarter, efforts continued for closeout on previously completed work and an ongoing wetland mitigation contract. The master plan and design work for the Central Tri-State was also initiated.

Expenditures for this corridor were \$4.4 million less than the second quarter projection mainly due to timing of the start of design and master plan efforts between 95<sup>th</sup> Street and Balmoral Avenue.

**The Reagan Memorial Tollway** **\$25.4 million**

During the second quarter, construction began on roadway resurfacing from U.S. Route 52 to Illinois Route 251. Repackaging and rebidding the resurfacing from U.S. Route 30 to U.S. Route 52 on the west end of the corridor was also underway, as well as design on the east end for reconstruction from York Road to I-290 and on the east-west connector ramp.

The corridor expenditures were less than projection by \$1.5 million and can be attributed to delay in the start of resurfacing work in the section between U.S. Route 30 to U.S. Route 52.

**The Jane Addams Memorial Tollway (I-90)** **\$185.3 million**

Reconstruction and widening along the west section from Mill Road to Elgin Plaza (Plaza 9) was completed in 2014 with closeout continuing through the spring of 2015. Interchanges in the west section saw continued efforts as well, including Irene Road and the reconfiguration at Genoa Road. Construction also continued on reconstructing cross road bridges at Illinois Route 72, Garden Prairie and Anthony Roads.

Construction of retaining walls and noisewalls in the east section from the Elgin Toll Plaza (Plaza 9) to the Tri-State Tollway (I-294) continued through the second quarter in coordination with the start of mainline reconstruction and widening of the outside lanes in that section. Construction continued on several mainline interchange improvements, including Lee Street, Illinois Route 31, Illinois Route 25, Roselle Road, Barrington Road and Meacham Road. Relocation of the Northwest Suburban Metropolitan Joint Action Water Association (NSMJAWA) pipeline is also critical work that will continue throughout 2015.

Second quarter expenditures were \$30.2 million less than projected mostly due to schedule differences in three areas: \$40.1 million in construction work not performed related to delays in various utility relocations, including the NSMJAWA pipeline relocation, \$9.0 million in weather delays due to wet spring conditions, and \$3.0 million to coordinate potential projects with local agencies. These variances were partially offset by \$18.4 million to complete 2014 work delayed by permits, utilities, right-of-way, and the wet spring.

**The Veterans Memorial Tollway (I-355)** **\$121 thousand**

Expenditures for the Veterans Memorial Tollway were \$182 thousand less than the projected for the second quarter.

**Open Road Tolling (ORT)** **\$928 thousand**

Expenditures for the Traffic Revenue Management and Maintenance Project (TRMMP) were \$411 thousand less than the second quarter projection.

**Systemwide** **\$42.2 million**

During the second quarter, reconstruction of the Alsip M-1 maintenance site continued. Various pavement, bridge, and ramp repair contracts also progressed, including ramp and interchange improvements at Grand Avenue on the Tri-State Tollway (I-94).

Second quarter expenditures were \$7.8 million less than projection mainly due to \$3.8 million less spending related to future relocation of maintenance facilities, and \$1.4 million related to schedule adjustment for work on the Reagan Memorial Tollway (I-88) at Church Road.

**The Tri-State Tollway (I-294/I-57) Interchange \$5.2 million**

Reconstruction efforts continued along 147th Street and off system roadway and landscaping work were completed. Expenditures for the corridor during the second quarter were \$3.1 million more than projected, as the work was anticipated to occur in a prior quarter.

**The Elgin O'Hare Western Access Project \$119.1 million**

During the second quarter of 2015, new construction and roadway improvements continued to transform the existing Elgin O'Hare Expressway into the new Illinois Route 390 Tollway. Mainline construction continued through the central segment of Illinois Route 390 and included work on the new I-290 Interchange. Work continued at the Salt Creek, Mittel Boulevard, and Lively Boulevard bridges. In addition, toll plaza construction and installation of ITS and fiber optic cable continued along the first segment of Illinois Route 390 from U.S. Route 20 to I-290.

The second quarter actual expenditures exceeded projections by \$27.6 million primarily due to differences in the timing of right-of-way land acquisitions and local funding contributions. Right-of-way spending reached just over \$40 million for the quarter, and the Tollway has now taken ownership of 102 parcels, with more than 60 parcels in process. Overall, design, construction management and utility work tracked close to plan, while construction was noticeably impacted by the wet spring.

**Illinois Route 53/120 Project/Other Planning Studies \$495 thousand**

Feasibility studies continued in the second quarter for the study of Illinois Route 53 north of Lake Cook Road. Expenditures for this corridor were \$81 thousand less than projected.

**Other Capital Projects \$9.8 million**

Expenditures in this corridor included purchases for fleet, transponders, maintenance site equipment, police equipment and other small capital equipment, general engineering, traffic consultant and other consulting services, Traffic Incident Management System (TIMS), intelligent transportation systems (ITS), system wide signage, Truck scale installation, environmental and other planning studies, station battery plant upgrade, roof and parking lot repair/replacement, and computer infrastructure upgrades.

Expenses were \$2.5 million under projection as some projects anticipated to start during the second quarter did not begin as scheduled.

## Financial Summaries

Quarterly Financial Review June 30, 2015

ILLINOIS TOLLWAY				
BUDGET vs. UNAUDITED ACTUAL				
Second Quarter Ending June 30, 2015				
	2nd Quarter		Variance	
	Budget	Actual	\$	%
<b>REVENUE</b>				
Toll Revenue and Evasion Recovery	\$297,453,000	\$311,677,142	\$14,224,142	4.8%
Concessions	508,000	549,309	41,309	8.1%
Investment Income	175,000	453,722	278,722	159.3%
Miscellaneous	1,732,000	1,290,131	(441,869)	-25.5%
<b>Total Revenue</b>	<b>\$299,868,000</b>	<b>\$313,970,305</b>	<b>\$14,102,305</b>	<b>4.7%</b>
<b>Maintenance and Operations (M and O) Expenditures</b>				
Payroll and Related Costs	\$40,811,260	\$38,872,933	\$1,938,327	4.7%
Group Insurance	\$7,458,767	\$7,904,797	(446,030)	-6.0%
Contractual Services	\$14,135,042	\$15,140,031	(1,004,989)	-7.1%
Materials/Operational Supplies/Other Expenses	\$1,108,637	\$1,843,023	(734,386)	-66.2%
Utilities	\$1,642,939	\$913,214	729,725	44.4%
All Other Insurance	\$3,018,948	\$2,764,059	254,889	8.4%
Parts and Fuel	\$1,813,652	\$1,048,448	765,204	42.2%
Equipment/Office Rental and Maintenance	\$3,327,141	\$2,449,061	878,080	26.4%
Other Miscellaneous Expenses	\$240,002	\$185,860	54,142	22.6%
Recovery of Expenses	(\$598,189)	(\$597,321)	(868)	-0.1%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$72,958,199</b>	<b>\$70,524,105</b>	<b>\$2,434,094</b>	<b>3.3%</b>
<b>Net Revenue</b>				
<b>Revenue Less M and O Expenditures</b>	<b>\$226,909,801</b>	<b>\$243,446,199</b>	<b>\$16,536,398</b>	<b>7.3%</b>
<b>Debt Service Transfers</b>				
Existing Debt	\$86,191,352	\$97,180,850	(\$10,989,498)	-12.8%
New Debt	3,333,333	-	3,333,333	N/A
<b>Total Debt Service Transfers</b>	<b>\$89,524,685</b>	<b>\$97,180,850</b>	<b>(\$7,656,165)</b>	<b>-8.6%</b>
<b>Net Revenue Less Debt Service Transfers</b>	<b>\$137,385,116</b>	<b>\$146,265,350</b>	<b>\$8,880,234</b>	<b>6.5%</b>

Quarterly Financial Review June 30, 2015

ILLINOIS TOLLWAY				
PROJECTION vs. UNAUDITED ACTUAL				
Second Quarter Ending June 30, 2015				
	Second Quarter		Variance	
	Projection	Actual <sup>(2)</sup>	\$	%
<b>Capital Program <sup>(1)</sup></b>				
Tri-State Tollway (I-94/I-294/I-80)	\$4,526,934	\$140,000	\$4,386,934	96.9%
Reagan Memorial Tollway (I-88)	26,868,195	25,360,215	1,507,980	5.6%
Jane Addams Memorial Tollway (I-90)	215,531,928	185,347,854	30,184,074	14.0%
Veterans Memorial Tollway (I-355)	303,343	121,198	182,145	60.0%
Open Road Tolling (ORT)	1,338,857	927,698	411,159	30.7%
Systemwide Improvements	50,021,279	42,224,874	7,796,405	15.6%
Tri-State Tollway (I-294)/I-57 Interchange	2,124,029	5,218,842	(3,094,813)	-145.7%
Elgin O'Hare Western Access	91,433,993	119,076,881	(27,642,888)	-30.2%
Illinois Route 53/120/Other Planning Studies	576,220	477,281	98,939	17.2%
<b>Move Illinois and CRP Subtotal</b>	<b>\$392,724,778</b>	<b>\$378,894,843</b>	<b>\$13,829,935</b>	<b>3.5%</b>
"Other" Capital Projects	12,351,685	9,809,686	2,541,999	20.6%
<b>Capital Program Subtotal</b>	<b>\$405,076,463</b>	<b>\$388,704,528</b>	<b>\$16,371,934</b>	<b>4.0%</b>
Agreement Reimbursements <sup>(3)</sup> and Other Adjustments	-	(134,855)	134,855	N/A
<b>Total Capital Program Expenditures</b>	<b>\$405,076,463</b>	<b>\$388,569,673</b>	<b>\$16,506,789</b>	<b>4.1%</b>

<sup>(1)</sup> Capital Program expenses are financed by funds available in the Renewal/ Replacement and Improvement accounts.

<sup>(2)</sup> Capital Program Actual included accrued expenses for which payments have not been made as of June 30, 2015.

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



Quarterly Financial Review June 30, 2015

ILLINOIS TOLLWAY				
BUDGET vs. UNAUDITED ACTUAL				
Year-To-Date June 30, 2015				
	YTD		Variance	
	Budget	Actual	\$	%
<b>REVENUE</b>				
Toll Revenue and Evasion Recovery	\$560,178,000	\$581,028,772	\$20,850,772	3.7%
Concessions	988,000	1,029,141	41,141	4.2%
Investment Income	350,000	862,571	512,571	146.4%
Miscellaneous	3,369,000	2,690,310	(678,690)	-20.1%
<b>Total Revenue</b>	<b>\$564,885,000</b>	<b>\$585,610,794</b>	<b>\$20,725,794</b>	<b>3.7%</b>
<b>Maintenance and Operations (M and O) Expenditures</b>				
Payroll and Related Costs	\$82,053,141	\$79,721,958	\$2,331,183	2.8%
Group Insurance	15,277,531	16,051,376	(773,845)	-5.1%
Contractual Services	27,543,719	28,068,438	(524,719)	-1.9%
Materials/Operational Supplies/Other Expenses	2,992,138	3,045,940	(53,802)	-1.8%
Utilities	3,235,853	3,060,951	174,902	5.4%
All Other Insurance	6,016,899	5,538,745	478,154	7.9%
Parts and Fuel	3,664,301	2,575,065	1,089,236	29.7%
Equipment/Office Rental and Maintenance	8,224,531	6,890,272	1,334,259	16.2%
Other Miscellaneous Expenses	560,907	430,491	130,416	23.3%
Recovery of Expenses	(1,138,907)	(1,027,219)	(111,688)	-9.8%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$148,430,113</b>	<b>\$144,356,017</b>	<b>\$4,074,096</b>	<b>2.7%</b>
<b>Net Revenue</b>				
<b>Revenue Less M and O Expenditures</b>	<b>\$416,454,887</b>	<b>\$441,254,776</b>	<b>\$24,799,889</b>	<b>6.0%</b>
<b>Debt Service Transfers</b>				
Existing Debt	\$173,604,926	\$188,560,521	(\$14,955,595)	-8.6%
New Debt	3,333,333	-	3,333,333	N/A
<b>Total Debt Service Transfers</b>	<b>\$176,938,259</b>	<b>\$188,560,521</b>	<b>(\$11,622,261)</b>	<b>-6.6%</b>
<b>Net Revenue Less Debt Service (Coverage)</b>	<b>\$239,516,628</b>	<b>\$252,694,256</b>	<b>\$13,177,628</b>	<b>5.5%</b>

Quarterly Financial Review June 30, 2015

ILLINOIS TOLLWAY				
PROJECTION vs. UNAUDITED ACTUAL				
Year-To-Date June 30, 2015				
	YTD		Variance	
	Projection	Actual <sup>(2)</sup>	\$	%
<b>Capital Program <sup>(1)</sup></b>				
Tri-State Tollway (I-94/I-294/I-80)	\$4,877,262	\$203,292	\$4,673,970	95.8%
Reagan Memorial Tollway (I-88)	29,123,015	26,298,872	2,824,143	9.7%
Jane Addams Memorial Tollway (I-90)	310,130,362	294,848,527	15,281,835	4.9%
Veterans Memorial Tollway (I-355)	439,588	336,484	103,104	23.5%
Open Road Tolling (ORT)	2,677,714	1,830,611	847,103	31.6%
Systemwide Improvements	94,849,513	67,511,476	27,338,037	28.8%
Tri-State Tollway (I-294)/I-57 Interchange	5,908,264	9,091,389	(3,183,125)	-53.9%
Elgin O'Hare Western Access	119,604,995	165,961,139	(46,356,144)	-38.8%
Illinois Route 53/120/Other Planning Studies	1,565,437	715,372	850,065	54.3%
<b>Move Illinois and CRP Subtotal</b>	<b>\$569,176,150</b>	<b>\$566,797,161</b>	<b>\$2,378,988</b>	<b>0.4%</b>
"Other" Capital Projects	24,538,685	21,777,796	2,760,889	11.3%
<b>Capital Program Subtotal</b>	<b>\$593,714,835</b>	<b>\$588,574,958</b>	<b>\$5,139,877</b>	<b>0.9%</b>
Agreement Reimbursements and Other Adjustments <sup>(3)</sup>	-	(154,446)	154,446	N/A
<b>Total Capital Program Expenditures</b>	<b>\$593,714,835</b>	<b>\$588,420,512</b>	<b>\$5,294,322</b>	<b>0.9%</b>

<sup>(1)</sup> Capital Program expenses are financed by funds available in the Renewal/ Replacement and Improvement accounts.

<sup>(2)</sup> Capital Program Actual included accrued expenses for which payments have not been made as of June 30, 2015.

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

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<b>ILLINOIS TOLLWAY</b>			
<b>% of ANNUAL BUDGET REALIZED (UNAUDITED)</b>			
<b>Year-To-Date June 30, 2015</b>			
	<b>2015 Budget</b>	<b>YTD Actual</b>	<b>% Budget Realized</b>
<b>REVENUE</b>			
Toll Revenue and Evasion Recovery	\$1,160,000,000	\$581,028,772	50.1%
Concessions	2,000,000	1,029,141	51.5%
Investment Income	700,000	862,571	123.2%
Miscellaneous	7,300,000	2,690,310	36.9%
<b>Total Revenue</b>	<b>\$1,170,000,000</b>	<b>\$585,610,794</b>	<b>50.1%</b>
<b>Maintenance and Operations (M and O) Expenditures</b>			
Payroll and Related Costs	\$165,212,486	\$79,721,958	48.3%
Group Insurance	31,635,065	16,051,376	50.7%
Contractual Services	63,952,787	28,068,438	43.9%
Materials/Operational Supplies/Other Expenses	7,931,483	3,045,940	38.4%
Utilities	6,671,546	3,060,951	45.9%
All Other Insurance	12,447,800	5,538,745	44.5%
Parts and Fuel	8,170,220	2,575,065	31.5%
Equipment/Office Rental and Maintenance	15,789,832	6,890,272	43.6%
Other Miscellaneous Expenses	1,088,785	430,491	39.5%
Recovery of Expenses	(2,321,000)	(1,027,219)	44.3%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$310,579,004</b>	<b>\$144,356,017</b>	<b>46.5%</b>
<b>Net Revenue</b>			
<b>Revenue Less M and O Expenditures</b>	<b>\$859,420,996</b>	<b>\$441,254,776</b>	<b>51.3%</b>
<b>Debt Service Transfers</b>			
Existing Debt	\$345,987,631	\$188,560,521	54.5%
New Debt	16,666,667	-	0.0%
<b>Total Debt Service Transfers</b>	<b>\$362,654,298</b>	<b>\$188,560,521</b>	<b>52.0%</b>
<b>Net Revenue Less Debt Service Transfers</b>	<b>\$496,766,698</b>	<b>\$252,694,256</b>	<b>50.9%</b>

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ILLINOIS TOLLWAY			
% of PROJECTION REALIZED (UNAUDITED)			
Year-To-Date June 30, 2015			
	2015 Projection	YTD Actual <sup>(2)</sup>	% Projection Realized
<b>Capital Program <sup>(1)</sup></b>			
Tri-State Tollway (I-94/I-294/I-80)	\$18,985,955	\$203,292	1.1%
Reagan Memorial Tollway (I-88)	120,770,760	26,298,872	21.8%
Jane Addams Memorial Tollway (I-90)	839,647,644	294,848,527	35.1%
Veterans Memorial Tollway (I-355)	913,712	336,484	36.8%
Open Road Tolling (ORT)	5,355,428	1,830,611	34.2%
Systemwide Improvements	228,152,695	67,511,476	29.6%
Tri-State Tollway (I-294)/I-57 Interchange	20,245,308	9,091,389	44.9%
Elgin O'Hare Western Access	319,818,257	165,961,139	51.9%
Illinois Route 53/120/Other Planning Studies	6,099,065	715,372	11.7%
<b>Move Illinois and CRP Subtotal</b>	<b>\$1,559,988,824</b>	<b>\$566,797,161</b>	<b>36.3%</b>
"Other" Capital Projects	65,000,000	21,777,796	33.5%
<b>Capital Program Subtotal</b>	<b>\$1,624,988,824</b>	<b>\$588,574,958</b>	<b>36.2%</b>
Agreement Reimbursements and Other Adjustments <sup>(3)</sup>	-	(154,446)	N/A
<b>Total Capital Program Expenditures</b>	<b>\$1,624,988,824</b>	<b>\$588,420,512</b>	<b>36.2%</b>

<sup>(1)</sup> Capital Program expenses are financed by funds available in the Renewal/ Replacement and Improvement accounts.

<sup>(2)</sup> Capital Program Actual included accrued expenses or which payments have not been made as of June 30, 2015.

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

Quarterly Financial Review June 30, 2015

ILLINOIS TOLLWAY				
2015 vs. 2014 Unaudited Actual				
Second Quarter Ending June 30th				
	Second Quarter		Variance	
	2014	2015	\$	%
<b>REVENUE</b>				
Toll Revenue and Evasion Recovery	\$263,150,379	\$311,677,142	\$48,526,763	18.4%
Concessions	528,988	549,309	20,321	3.8%
Investment Income	202,577	453,722	251,145	124.0%
Miscellaneous	3,008,884	1,290,131	(1,718,752)	-57.1%
<b>Total Revenue</b>	<b>\$266,890,828</b>	<b>\$313,970,305</b>	<b>\$47,079,477</b>	<b>17.6%</b>
<b>Maintenance and Operations (M and O) Expenditures</b>				
Payroll and Related Costs	\$37,896,402	\$38,872,933	(\$976,531)	-2.6%
Group Insurance	7,376,748	7,904,797	(\$528,049)	-7.2%
Contractual Services	13,235,868	15,140,031	(\$1,904,164)	-14.4%
Materials/Operational Supplies/Other Expenses	997,302	1,843,023	(\$845,721)	-84.8%
Utilities	1,612,800	913,214	\$699,586	43.4%
All Other Insurance	2,425,228	2,764,059	(\$338,832)	-14.0%
Parts and Fuel	1,617,700	1,048,448	\$569,252	35.2%
Equipment/Office Rental and Maintenance	2,989,012	2,449,061	\$539,951	18.1%
Other Miscellaneous Expenses	157,209	185,860	(\$28,651)	-18.2%
Recovery of Expenses	(708,017)	(597,321)	(\$110,696)	-15.6%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$67,600,251</b>	<b>\$70,524,105</b>	<b>(\$2,923,854)</b>	<b>-4.3%</b>
<b>Net Revenue</b>				
<b>Revenue Less M and O Expenditures</b>	<b>\$199,290,576</b>	<b>\$243,446,199</b>	<b>\$44,155,623</b>	<b>22.2%</b>
<b>Debt Service Transfers</b>				
Existing Debt	\$73,023,069	\$97,180,850	(\$24,157,781)	-33.1%
New Debt	-	-	-	N/A
<b>Total Debt Service Transfers</b>	<b>\$73,023,069</b>	<b>\$97,180,850</b>	<b>(\$24,157,781)</b>	<b>-33.1%</b>
<b>Net Revenue Less Debt Service Transfers</b>	<b>\$126,267,507</b>	<b>\$146,265,350</b>	<b>\$19,997,842</b>	<b>15.8%</b>

Quarterly Financial Review June 30, 2015

ILLINOIS TOLLWAY				
2015 Actual vs. 2014 Unaudited Actual				
Second Quarter Ending June 30th				
	2nd Quarter		Variance	
	2014	2015	\$	%
<b>Capital Program</b>				
Tri-State Tollway (I-94/I-294/I-80)	\$1,285,846	\$140,000	\$1,145,845	89%
Reagan Memorial Tollway (I-88)	4,768,988	25,360,215	(20,591,227)	-432%
Jane Addams Memorial Tollway (I-90)	158,592,874	185,347,854	(26,754,980)	-17%
Veterans Memorial Tollway (I-355)	1,444,249	121,198	1,323,051	92%
Open Road Tolling (ORT)	420,800	927,698	(506,898)	-120%
Systemwide Improvements	39,099,673	42,224,874	(3,125,200)	-8%
Tri-State Tollway (I-294)/I-57 Interchange	10,786,198	5,218,842	5,567,357	52%
Elgin O'Hare Western Access	52,419,176	119,076,881	(66,657,705)	-127%
Illinois Route 53/120/Other Planning Studies	324,462	477,281	(152,820)	-47%
<b>Move Illinois and CRP Subtotal</b>	<b>\$269,142,266</b>	<b>\$378,894,843</b>	<b>(\$109,752,577)</b>	<b>-41%</b>
"Other" Capital Projects	12,460,404	9,809,686	2,650,718	21%
<b>Capital Program Subtotal</b>	<b>\$281,602,670</b>	<b>\$388,704,528</b>	<b>(\$107,101,859)</b>	<b>-38%</b>
Agreement Reimbursements and Other Adjustments	(4,583,853)	(134,855)	(4,448,998)	97%
<b>Total Capital Program Expenditures</b>	<b>\$277,018,817</b>	<b>\$388,569,673</b>	<b>(\$111,550,857)</b>	<b>-40%</b>

Quarterly Financial Review June 30, 2015

ILLINOIS TOLLWAY				
2015 vs. 2014 Unaudited Actual				
Year-To-Date June 30th				
	YTD		Variance	
	2014	2015	\$	%
<b>REVENUE</b>				
Toll Revenue and Evasion Recovery	\$485,883,505	\$581,028,772	\$95,145,266	19.6%
Concessions	1,060,112	1,029,141	(30,970)	-2.9%
Investment Income	326,801	862,571	535,770	163.9%
Miscellaneous	5,594,034	2,690,310	(2,903,724)	-51.9%
<b>Total Revenue</b>	<b>\$492,864,452</b>	<b>\$585,610,794</b>	<b>\$92,746,342</b>	<b>18.8%</b>
<b>Maintenance and Operations (M and O) Expenditures</b>				
Payroll and Related Costs	\$80,109,339	\$79,721,958	\$387,381	0.5%
Group Insurance	14,424,834	16,051,376	(1,626,542)	-11.3%
Contractual Services	25,001,254	28,068,438	(3,067,183)	-12.3%
Materials/Operational Supplies/Other Expenses	3,042,732	3,045,940	(3,208)	-0.1%
Utilities	3,098,568	3,060,951	37,616	1.2%
All Other Insurance	4,993,545	5,538,745	(545,200)	-10.9%
Parts and Fuel	3,853,193	2,575,065	1,278,128	33.2%
Equipment/Office Rental and Maintenance	7,799,128	6,890,272	908,856	11.7%
Other Miscellaneous Expenses	381,138	430,491	(49,354)	-12.9%
Recovery of Expenses	(1,439,897)	(1,027,219)	(412,678)	-28.7%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$141,263,834</b>	<b>\$144,356,017</b>	<b>(\$3,092,183)</b>	<b>-2.2%</b>
<b>Net Revenue</b>				
<b>Revenue Less M and O Expenditures</b>	<b>\$351,600,618</b>	<b>\$441,254,776</b>	<b>\$89,654,159</b>	<b>25.5%</b>
<b>Debt Service Transfers</b>				
Existing Debt	\$148,874,365	\$188,560,521	(\$39,686,156)	-26.7%
New Debt	-	-	-	N/A
<b>Total Debt Service Transfers</b>	<b>\$148,874,365</b>	<b>\$188,560,521</b>	<b>(\$39,686,156)</b>	<b>-26.7%</b>
<b>Net Revenue Less Debt Service (Coverage)</b>	<b>\$202,726,253</b>	<b>\$252,694,256</b>	<b>\$49,968,003</b>	<b>24.6%</b>

Quarterly Financial Review June 30, 2015

ILLINOIS TOLLWAY				
2015 Unaudited Actual vs. 2014 Actual				
Year-To-Date June 30th				
	YTD		Variance	
	2014	2015	\$	%
<b>Capital Program</b>				
Tri-State Tollway (I-94/I-294/I-80)	\$3,508,968	\$203,292	\$3,305,676	94%
Reagan Memorial Tollway (I-88)	4,945,329	26,298,872	(21,353,542)	-432%
Jane Addams Memorial Tollway (I-90)	223,394,941	294,848,527	(71,453,586)	-32%
Veterans Memorial Tollway (I-355)	1,471,362	336,484	1,134,878	77%
Open Road Tolling (ORT)	432,741	1,830,611	(1,397,870)	-323%
Systemwide Improvements	59,140,265	67,511,476	(8,371,211)	-14%
Tri-State Tollway (I-294)/I-57 Interchange	17,231,803	9,091,389	8,140,414	47%
Elgin O'Hare Western Access	92,772,543	165,961,139	(73,188,596)	-79%
Illinois Route 53/120/Other Planning Studies	638,574	715,372	(76,798)	-12%
<b>Move Illinois &amp; CRP Subtotal</b>	<b>\$403,536,524</b>	<b>\$566,797,161</b>	<b>(\$163,260,637)</b>	<b>-40%</b>
"Other" Capital Projects	23,640,531	21,777,796	1,862,735	8%
<b>Capital Program Subtotal</b>	<b>\$427,177,056</b>	<b>\$588,574,958</b>	<b>(\$161,397,902)</b>	<b>-38%</b>
Agreement Reimbursements and Other Adjustments	(4,542,866)	(154,446)	(4,388,421)	97%
<b>Total Capital Program Expenditures</b>	<b>\$422,634,190</b>	<b>\$588,420,512</b>	<b>(\$165,786,322)</b>	<b>-39%</b>