

**THE ILLINOIS STATE TOLL HIGHWAY AUTHORITY  
MINUTES OF THE  
FINANCE, ADMINISTRATION AND OPERATIONS  
COMMITTEE MEETING**

**August 21, 2013**

The Illinois State Toll Highway Authority held the Finance, Administration and Operations (FAO) Committee Meeting on Wednesday, August 21, 2013 at approximately 8:33 a.m. at the Central Administration Building in Downers Grove, Illinois.

Committee Members Present:

Committee Chair Mark Peterson

Director Terry D'Arcy

Director David Gonzalez

Also Attending:

Chair Paula Wolff

Committee Chair Peterson called the meeting to order and opened the floor for public comment. No public comment was offered.

CHAIR

Committee Chair Peterson called for a motion to approve the minutes of the Finance Administration Operations (FAO) Committee Meeting held on July 17, 2013. Director Gonzalez made a motion to approve the minutes; seconded by Director D'Arcy. The motion passed unanimously.

EXECUTIVE DIRECTOR

Executive Director Kristi Lafleur introduced Michael Colsch, Chief of Finance, to present the Quarterly Financial Review Report for the second quarter ending June 30, 2013 [as seen in the attached presentation](#).

Committee Chair Peterson asked about savings from capital projects. Cathy Williams, Deputy Chief of Finance, responded that cost savings are a result of bid awards for less than budgeted amounts based on the original engineer's estimates.

Chair Wolff inquired if scheduling changes likely would result in overall higher costs. Paul Kovacs, Chief of Engineering, responded that schedule changes anticipated as are a part of the budgeting process, and further stated that measures are being taken to keep these projects on schedule.

Committee Chair Peterson asked asked about increased telecommunication costs. Mr. Colsch explained that these higher telecommunications costs are primarily the result of increased calls from Canada from Canadian customers from whom the Tollway has stepped up pursuit of violations.

Chair Wolff inquired as to the time frame for the resolution of the utility billing dispute. Mr. Colsch expressed that he expected resolution by the end of the year.

Committee Chair Peterson asked if Mr. Colsch felt the second half of 2013 would show comparable positive results. Mr. Colsch responded that he was optimistic for continued positive revenue and budget performance, though perhaps not as positive as the first half of 2013.

Mr. Colsch then presented the following **Finance** item:

*Item 1: Approval of fundraising for the Workers' Compensation Insurance claim Reserve Fund in the amount of \$10,769,328, including*

*\$8,166,000 for the 2013-2014 program year and an increase of \$2,603,328 for program years prior to May 1, 2013.*

Committee Chair Peterson inquired as to the number of open Workers' Compensation claims. Mr. Colsch stated that approximately 230 claims were currently open, and that an average of 200 claims were filed against the Tollway per year. Committee Chair Peterson asked how often claims reach trial. Mr. Colsch stated that claims vary from year-to-year, based on recommendations of the Legal Department.

Director Gonzalez asked if there was a maximum amount of financial liability to the Tollway on claims. Mr. Colsch responded that no maximum liability exists. Mr. Colsch further explained that the Tollway regularly examines the possibility of securing stop-loss insurance; however, the cost of securing such insurance is not financially beneficial.

Director Gonzalez made a motion for approval of **Finance Item 1**; seconded by Director D'Arcy. The motion was approved unanimously to move the item to the consent agenda.

Committee Chair Peterson called on John Donato, Chief of Procurement, to present the following **Procurement** items:

*Item 1: Rescind Contract 11-0088R too Crowe Horwath LLP for the purchase of Financial Statement Preparation Software*

*Item 2: Award of Contract 11-0088RR to Crowe Horwath LLP for the purchase of Financial Statement Preparation Software in the amount not to exceed \$201,294.15.(Tollway Request for Proposal).*

Committee Chair Peterson asked if, of the bids submitted, only a single bidder met the technical requirements of the bid. Mr. Donato confirmed that the contract was awarded to the only bidder which met the technical

requirements of the contract. Mr. Donato also noted that this project had been submitted for bid on two previous occasions, with the first round of bidding receiving no bids.

Discussion ensued on the efforts of the Procurement Department to perform outreach efforts to potential bidders. Executive Director Lafleur stated that the Procurement Department is directed to seek out and promote bidding opportunities. On the limited number of occasions where a single bid is received, Tollway staff contact potential bidders as to their reasoning for choosing not to submit a bid.

Mr. Colsch stated this software product would ensure the Finance Department could prepare Tollway financial statements until such a time as the ERP system is implemented. Director Gonzalez then asked about the source of the software. Mr. Donato stated that the software was a Microsoft product. Executive Director Lafleur stated that the procurement was for the implementation of the software purchased.

*Item 3: Award of Contract 13-0160 to Cargill Salt; Detroit Salt Company, Inc.; North American Salt Company; and Morton Salt, Inc. for the purchase of Rock Salt in an amount not to exceed \$3,835,390.80 (Order Against CMS Master Contract).*

Committee Chair Peterson asked about anticipated salt use for the upcoming winter. Mr. Kovacs responded that the salt purchase estimate is based on reviewing previous years of data. Flexibility exists in the contract should needs increase or decrease during the winter.

*Item 4: Award of Contract 12-0269 to Christian County Farmers Supply Company; Conserv FS, Inc.; and Cooper Oil Company for the purchase of Fuel: Gasoline, E-85, and Diesel/Biodiesel in an amount not to*

*exceed \$3,663,034.50 (CMS Contract for the Tollway)*

*Item 5: Renewal of Contract 11-0136 to Conserv FS, Inc. and Christian County Farmers Supply Company for the purchase of Fuel: Gasoline, E-85, and Diesel/Biodiesel in an amount not to exceed \$2,565,268.00 (CMS Contract for the Tollway).*

*Item 6: Award of Contract 12-0009 to BCR Automotive Group, LLC d.b.a/ Roesch Commercial Truck Center for the purchase of Mid-Sized Plug-in Hybrid Sedans in an amount not to exceed \$50,296.00 (Tollway Invitation for Bid).*

Committee Chair Peterson asked if the purchase of vehicles was as a result of compliance with new policies to add hybrid vehicles to the Tollway fleet. Mr. Kovacs responded that these vehicles were necessary additions to the Tollway fleet, and were not added as the sole result of compliance with policy.

*Item 7: Renewal of Contract 07-0099 to Structure Technologies, Inc. d.b.a Maron Structure Technologies for the purchase of PBX Phone Maintenance Services in an amount not to exceed \$218,393.00 (Tollway Request for Proposal).*

Committee Chair Peterson asked if the bidder needs to be Business Enterprise Program (BEP) certified. Mr. Donato said the bidder may need to add a new BEP certified subcontractor to meet the BEP commitment.

Director D'Arcy made a motion for approval of **Procurement Items 1 through 7**; seconded by Director Gonzalez. The motion was approved

unanimously.

Committee Chair Peterson called on Mr. Kovacs to present the following **Engineering** Items:

*Item 1: Award of Contract I-13-4600 to Lorig Construction Company for Roadway and Bridge Construction on the Elgin O'Hare Expressway, at Milepost 12.1 (Rohlwing Road), in the amount of \$25,416,537.20.*

Committee Chair Peterson stated that the contract awarded was to a firm handling several other large projects on the Tollway system. Discussion ensued on the overall capacity of construction firms to handle a large volume of work. Mr. Kovacs stated that this firm had illustrated the ability to handle multiple large projects. In addition, the firm would not submit a bid unless it maintained the capacity to perform the work.

*Item 2: Award of Contract I-13-4603 to Plote Construction, Inc. for Roadway Widening on the Elgin O'Hare Expressway, from Milepost 10.1 (Roselle Road) to Milepost 11.2 (Meacham Road), in the amount of \$16,272,007.45.*

*Item 3: Award of Contract I-13-4616 to F.H. Paschen, S.N. Nielson & Associates, LLC for Bridge Construction on the Jane Addams Memorial Tollway (I-90), at Milepost 73.5 (Elmhurst Road), in the amount of \$4,667,780.25.*

Committee Chair Peterson asked about the difference between the engineer's estimate versus the award amount. Mr. Kovacs responded that the difference is attributed to the work moving into the winter, and based on an aggressive work schedule. This was included in the bidding, but not anticipated by the engineer estimate.

*Item 4: Award of Contract RR-13-4142 to William Charles Construction Company, LLC for Bridge and Culvert Repairs on the Reagan Memorial Tollway (I-88), from Milepost 48.9 (Harmon Road) to Milepost 75.0 (West of IL Route 251); and the Jane Addams Memorial Tollway (I-90), from Milepost 3.1 (Rockton road) to Milepost 10.1 (Rock Cut State Park), in the amount of \$2,533,454.37.*

*Item 5: Award of Contract I-13-4143 to PirTano Construction Company, Inc. for Fiber Optic System Relocation, Systemwide, in the amount of \$1,273,875.50.*

*Item 6: Award of Contract RR-13-5677 to GFS Construction, LLC for Sign Improvements on the Reagan Memorial Tollway (I-88), from Milepost 112.79 (West of IL Route 56) to Milepost 140.34 (East of I-294), in the amount of \$3,843,471.13.*

*Item 7: Award of Contract I-13-5678 to Kujo, Inc. for Sign Improvements on the Jane Addams Memorial Tollway (I-90), from Milepost 2.50 (Rockton Road) to Milepost 19.93 (Bypass US 20), in the amount of \$1,259,985.17.*

Committee Chair Peterson asked if this work was for new exits or for existing exits. Mr. Kovacs stated that the Tollway had received customer input requesting exit numbering on the system. As signage is due for upgrade or replacement, exit numbering is added.

*Item 8: Award of Contract RR-13-5665 to Landmark Contractors, Inc. for Ramp Reconstruction on the Tri-State Tollway (I-94), at Milepost 11.2 (IL Route 120), in the amount of \$2,179,494.79.*

Mr. Kovacs stated that Item 8 would be deferred to the full Board of Directors meeting. Chair Wolff asked about the process for which diversity goals are reviewed at the time of bidding. Gustavo Giraldo, Tollway Chief of Diversity and Strategic Planning, responded that the Diversity and Engineering Departments work together to review submission of the lowest bidder to ascertain the likelihood of the bidder meeting the Diversity goal.

*Item 9: Acceptance of Proposal from Homer L. Chastain & Associates, LLP/Thomas Engineering Group, LLC, (JV), on Contract I-12-4048 for Construction Management Services for Reconstruction and Widening on the Jane Addams Memorial Tollway (I-90), from Milepost 54.0 (Elgin Toll Plaza) to Milepost 56.1 (IL Route 25), in an amount not to exceed \$9,313,145.98.*

*Item 10: Acceptance of Proposal from Engineering Services Group, Inc. on Contract I-11-4019 for Construction Management Services for Interchange Reconstruction on the Jane Addams Memorial Tollway (I-90), at Milepost 76.1 (Lee Street), in an amount not to exceed \$1,999,810.80.*

*Item 11: Acceptance of Proposal from Omega & Associates, Inc. (MBE) on Contract I-13-4096 for Corridor Construction Management Services for Widening and Reconstruction on the Jane Addams Memorial Tollway (I-90), from Milepost 53.8 (Elgin Toll Plaza 9) to Milepost 68.2 (IL Route 53); and Construction Management Services, from Milepost 53.8 (Elgin Toll Plaza) to Milepost 55.7 (Fox River), in an amount not to exceed \$14,000,000.00*

*Item 12: Acceptance of Proposal from AMEC Environment & Infrastructure, Inc. / Jacobs Engineering Group, Inc. / RM Chin &*



*Associates, Inc. (DBE), (JV) on Contract I-13-4103 for Corridor Construction Management Services for Widening and Reconstruction on the Jane Addams Memorial Tollway (I-90), Milepost 68.2 (IL Route 53) to Milepost 78.6 (Kennedy Expressway); and Construction Management Services, from Milepost 76.1 (Lee Street) to Milepost 78.6 (Kennedy Expressway), in an amount not to exceed \$14,800,000.00.*

*Item 13: Acceptance of Proposal from STV Incorporated on Contract I-13-4112 for Construction Management Services for Retaining Wall, Noise Wall and Bridge Widening on the Jane Addams Memorial Tollway (I-90), from Milepost 68.2 (IL Route 53) to Milepost 70.7 (Arlington Heights Road), in an amount not to exceed \$2,991,238.02.*

Committee Chair Peterson noted that this contract for construction management was for roughly two miles of roadway, whereas previous contracts were for up to ten miles of roadway. Mr. Kovacs stated that many factors go into assigning the length of roadway for construction management. In particular is the desire to maximize the value of construction management contract staff.

*Item 14: Acceptance of Proposal from BCP Tollway Partners (JV) on Contract I-13-4100 for Construction Management Services for Retaining Wall, Noise Wall and Bridge Widening on the Jane Addams Memorial Tollway (I-90), from Milepost 70.7 (Arlington Heights Road) to Milepost 73.3 (East of Oakton Street), in an amount not to exceed \$3,193,338.69.*

*Item 15: Acceptance of Proposal from ABNA of Illinois, Inc. (MBE) on Contract RR-13-5664 for Design Upon Request Services, Systemwide, in an amount not to exceed \$2,500,000.00.*

*Item 16: Acceptance of Sole Source Proposal from Declan Corporation on Contract RR-13-9144 for Design Services for Traffic and Incident Management System (TIMS), Systemwide, in an amount not to exceed \$1,000,000.00.*

Mr. Kovacs stated that Item 16 would be deferred to the full Board of Directors. Chair Wolff inquired if the cost of this item may be reduced. Mr. Kovacs stated that he anticipated the cost would likely be lowered.

*Item 17: Change Order on Contract I-12-4075 to Plote Construction, Inc. for Widening and Reconstruction on Eastbound Jane Addams Memorial Tollway (I-90), from Milepost 41.5 (US Route 20) to Milepost 45.5 (IL Route 47), in an amount of \$340,000.00.*

Committee Chair Peterson inquired as to the reason behind the change order for this contract. Mr. Kovacs responded that the additional cost is due to additional aggregate material required to complete the project. Additionally, Mr. Kovacs explained that all bids received for this contract anticipated the same initial aggregate material amount.

*Item 18: Change Order on Contract I-12-4076 to F.H. Paschen, S.N. Nielson & Associates, Inc. for Widening and Reconstruction on Eastbound Jane Addams Memorial Tollway (I-90), from Milepost 45.5 (IL Route 47) to Milepost 49.7 (Union Pacific Railroad), in the amount of \$582,932.00.*

*Item 19: Extra Work Order on Contract I-12-4076 to F.H. Paschen, S.N. Nielson & Associates, Inc. for Widening and Reconstruction on Eastbound Jane Addams Memorial Tollway (I-90), from Milepost 45.5 (IL Route 47) to Milepost 49.7 (Union Pacific Railroad), in the amount of \$360,800.00.*

*Item 20: Change Order on Contract I-12-4073 to Curran Contracting Company for Widening and Reconstruction on Eastbound Jane Addams Memorial Tollway (I-90), from Milepost 24.9 (Genoa Road) to Milepost 33.5 (Anthony Road), in the amount of \$298,979.21.*

*Item 21: Extra Work Order on Contract I-12-4073 to Curran Contracting Company for Widening and Reconstruction on Eastbound Jane Addams Memorial Tollway (I-90), from Milepost 24.9 (Genoa Road) to Milepost 33.5 (Anthony Road), in the amount of \$228,000.00.*

*Item 22: Final Release of Retainage on Contract I-12-4034 to William Charles Construction Company, LLC/ Plote Construction, Inc. / Rock Road Companies (Tri-Venture) for Shoulder Widening on the Jane Addams Memorial Tollway (I-90), from Milepost 18.3 (Kishwaukee River) to Milepost 27.6 (Mosquito Creek), in the amount of \$200,000.00.*

*Item 23: Final Release of Retainage on Contract I-12-4064 to Homer Tree Service, Inc. for Interchange Tree Removal Contract A on the Tri-State Tollway (I-294) at I-57 Interchange, from Milepost 7.60 to Milepost 7.75, in the amount of \$6,766.47.*

*Item 24: Amended DiBenedetto (Identification of Real Estate Parcels associated with Elgin O'Hare Western Access (EOWA)). Cost to the Tollway: N/A.*

*Item 25: Amended DiBenedetto (Identification of Real Estate Parcels associated with the Jane Addams Memorial Tollway (I-90)). Cost to the Tollway: N/A.*

Director Gonzalez made a motion for approval of **Engineering Items 1 through 7**; seconded by Director D'Arcy. The motion was approved unanimously to move to the consent agenda.

Director D'Arcy made a motion for approval of **Engineering Items 9 through 13**; seconded by Director Gonzalez. The motion was approved unanimously to move the consent agenda.

Committee Chair Peterson made a motion for approval of **Engineering Item 14**; seconded by Director Gonzalez. The motion was approved unanimously, with the recusal of Director D'Arcy, to move to the consent agenda.

Director D'Arcy made a motion for approval of **Engineering Item 15**; seconded by Director Gonzalez. The motion was approved unanimously to move to the full Board consent agenda.

Director D'Arcy made a motion for approval of **Engineering Items 17 through 21**; seconded by Director Gonzalez. The motion was approved unanimously to move to the consent agenda.

Director D'Arcy made a motion for approval of **Engineering Items 22 and 23**; seconded by Director Gonzalez. The motion was approved unanimously to move to the consent agenda.

**Engineering Items 24 and 25 were deferred to Executive Session.**

Committee Chair Peterson called on David Goldberg, General Counsel, to present the following **Legal** items:

*Item 1: An Cooperative Agreement with the Soo Line Railroad Company, d/b/a Canadian Pacific. Cost to the Tollway: TBD*

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

*Item 3: An Intergovernmental Agreement with the Chicago Metropolitan Agency for Planning and Lake County. Cost to the Tollway: Tollway shall pay 56% of consultant invoice, with a maximum of \$500,000.*

Committee Chair Peterson asked about the work to be performed by Transystems. Executive Director Lafleur said that, ultimately, Transystems would review multiple facets of the potential 53/120 Project, and issue recommendations based on that review.

*Item 4: An Intergovernmental Agreement with the Village of East Hazel Crest. Cost to the Tollway: \$0*

Committee Chair Peterson asked when the fair market value of the property was determined. Mr. Goldberg stated such determination was made in late 2008 or early 2009. Director Gonzalez inquired about the exact location of the property in question and as to which entity is responsible for upkeep of the roadway. Discussion ensued as to responsibility for upkeep of the roadway. Item 4 was then deferred to the Board of Directors meeting.

*Item 5: A Supplemental Intergovernmental Agreement with the Illinois Housing Development Authority. Cost to the Tollway: \$0*

Committee Chair Peterson asked about the total number of relocations. Executive Director Lafleur responded that there were twelve relocations, however the total number of relocations assisted through this program was lower.

*Item 6: Electric Line Easement- Commonwealth Edison. Cost to the*

*Tollway: \$0*


Committee Chair Peterson asked if there is any realignment of the roadway, would the Tollway or ComEd be responsible for the cost of relocating electric lines. Mr. Kovacs stated that ComEd would be responsible for the cost of any relocation. Committee Chair Peterson asked about the appraisal process for the easement. Michael Stone, Chief of Staff, said that the Tollway looked at comparable sales, as well as the income to value based on the discounted cash flow.

Director Gonzalez made a motion for approval of **Legal Item 1 through 3**; seconded by Director D’Arcy. The motion was approved unanimously to move to the consent agenda.

Director Gonzalez made a motion for approval of **Legal Item 5 and 6**; seconded by Director D’Arcy. The motion was approved unanimously to move to the consent agenda.

There being no further business, Committee Chair Peterson requested a motion to adjourn. Motion to adjourn was made by Director D’Arcy; seconded by Director Gonzalez. The motion was approved unanimously.

The meeting was adjourned at approximately 10:48 a.m.

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

Marlene Vick  
Assistant Board Secretary  
Illinois State Toll Highway Authority



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**2013 Second Quarter  
Budget to Actual Review**  
*(Preliminary and Unaudited)*

**August 21, 2013**

# 2013 Second Quarter Highlights

## *Budget vs. Preliminary Actual*

- ❑ **Toll revenue totaled \$241.5 million**
  - **\$2.1 million more than projected for the second quarter**
  - Passenger car transactions grew 0.4 percent compared to second quarter 2012 and on target with the 2013 projection for the same period
  - Commercial vehicle transactions grew 2.6 percent compared to second quarter 2012 and 0.7 percent greater than the 2013 projection
- ❑ **Evasion recovery totaled \$12.3 million**
  - \$1.6 million greater than projected for the second quarter
- ❑ **Maintenance and Operations**
  - \$6.6 million below budget, primarily lower than projected contractual services expenses and vacancies
- ❑ **Capital Program**
  - \$97.4 million below the budget projection of \$214 million



# 2013 Revenue Sources and Allocations

*Revenue of \$986 million is allocated for maintenance and operations expenses, debt service transfers and deposits to RR and I accounts*

<b>SOURCES OF REVENUE</b>		<i>(\$ millions)</i>
	<b>2013 Budget</b>	
Toll Revenue and Evasion Recovery		\$977
Investment Income		1
Concessions Revenue and Miscellaneous Income		8
<b>Total Revenue</b>		<b>\$986</b>

<b>ALLOCATIONS OF REVENUE</b>		<i>(\$ millions)</i>
	<b>2013 Budget</b>	
Maintenance and Operations		\$283
Debt Service Transfers		317
Deposits to Renewal/Replacement and Improvement		386
<b>Total Allocations</b>		<b>\$986</b>

# 2013 Second Quarter Revenue

*Total revenue was \$3.7 million greater than budget*

(\$ thousands)

	2nd Qtr		Variance	
	Budget	Actual	\$	%
Toll Revenue and Evasion Recovery	\$250,099	\$253,780	\$3,680	1.5%
Concessions	500	580	80	16.1%
Investment Income	250	223	(27)	-10.8%
Miscellaneous	1,200	1,151	(49)	-4.0%
<b>Total Revenue</b>	<b>\$252,049</b>	<b>\$255,735</b>	<b>\$3,685</b>	<b>1.5%</b>

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

# 2013 Second Quarter Maintenance and Operations

*Operating costs less than budget mainly due to vacancies, reduced expenditures in contractual services, materials/operational supplies, as well as equipment/office rental and maintenance*

(\$ thousands)

	2nd Qtr		Variance	
	Budget	Actual	\$	%
Payroll and Related Costs	\$38,728	\$36,129	(\$2,599)	-6.7%
Group Insurance	7,298	6,864	(434)	-5.9%
Contractual Services	13,583	11,277	(2,306)	-17.0%
Materials/Operational Supplies/Other Expenses	1,662	765	(897)	-54.0%
Utilities	1,397	1,961	564	40.4%
All Other Insurance	2,471	2,280	(190)	-7.7%
Parts and Fuel	1,772	1,769	(2)	-0.1%
Equipment/Office Rental and Maintenance	3,886	3,151	(735)	-18.9%
Professional Development	251	240	(11)	-4.3%
Recovery of Expenses	(608)	(581)	27	4.5%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$70,439</b>	<b>\$63,856</b>	<b>(\$6,583)</b>	<b>-9.3%</b>

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

# 2013 Second Quarter Capital Program

*Capital Program expended less than projection due to scheduling changes including weather related delays, aggressive scheduling and project cost savings*

(\$ thousands)

	2nd Qtr		Variance	
	Projection	Actual <sup>(1)</sup>	\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$7,008	\$7,910	\$902	12.9%
Reagan Memorial Tollway (I-88)	2,345	2,580	235	10.0%
Jane Addams Memorial Tollway (I-90)	91,574	59,939	(31,635)	-34.5%
Veterans Memorial Tollway (I-355)	5,814	3,076	(2,738)	-47.1%
Open Road Tolling (ORT)	1,034	2,247	1,214	117.4%
Systemwide Improvements	54,076	23,093	(30,983)	-57.3%
Tri-State Tollway (I-294/I-57) Interchange	13,239	9,357	(3,882)	-29.3%
Elgin O'Hare Western Access	26,630	11,323	(15,307)	-57.5%
Illinois Route 53/120/Other Planning Studies	1,750	24	(1,726)	-98.6%
<b>Move Illinois and CRP Subtotal</b>	<b>\$203,470</b>	<b>\$119,549</b>	<b>(\$83,920)</b>	<b>-41.2%</b>
"Other" Capital Projects	10,500	6,246	(4,254)	-40.5%
<b>Capital Program Subtotal</b>	<b>\$213,970</b>	<b>\$125,795</b>	<b>(\$88,174)</b>	<b>-41.2%</b>
Intergovernmental Agreement Reimbursement and Other Adjustments <sup>(2)</sup>	-	(9,197)	(9,197)	N/A
<b>Total Capital Program Expenditures</b>	<b>\$213,970</b>	<b>\$116,598</b>	<b>(\$97,371)</b>	<b>-45.5%</b>

<sup>(1)</sup> Capital Program Actual included \$95,291,092 in work completed for which payments have not been made as of June 30, 2013.

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

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

# 2013 Year-to-Date Revenue

*Total revenue was \$7 million greater than budget*

(\$ thousands)

	YTD		Variance	
	Budget	Actual	\$	%
Toll Revenue and Evasion Recovery	\$473,092	\$480,535	\$7,443	1.6%
Concessions	1,000	1,130	130	13.0%
Investment Income	500	514	14	2.7%
Miscellaneous	2,640	2,085	(555)	-21.0%
<b>Total Revenue</b>	<b>\$477,232</b>	<b>\$484,264</b>	<b>\$7,032</b>	<b>1.5%</b>

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

# 2013 Year-to-Date Maintenance and Operations

*Additional claim reserves and increased contractual service spending will reduce the favorable variance for the second half of 2013*

(\$ thousands)

	YTD		Variance	
	Budget	Actual	\$	%
Payroll and Related Costs	\$77,457	\$74,532	(\$2,925)	-3.8%
Group Insurance	14,595	13,624	(971)	-6.7%
Contractual Services	24,449	19,006	(5,443)	-22.3%
Materials/Operational Supplies/Other Expenses	3,739	2,723	(1,016)	-27.2%
Utilities	2,794	3,520	726	26.0%
All Other Insurance	4,941	4,585	(356)	-7.2%
Parts and Fuel	3,543	3,481	(62)	-1.8%
Equipment/Office Rental and Maintenance	7,772	7,648	(124)	-1.6%
Professional Development	502	492	(10)	-2.0%
Recovery of Expenses	(1,216)	(1,288)	(73)	-6.0%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$138,577</b>	<b>\$128,324</b>	<b>(\$10,253)</b>	<b>-7.4%</b>

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

# 2013 Year-to-Date Capital Program

*Capital Program expended less than projection mainly due to scheduling changes and project cost savings*

(\$ thousands)

	YTD		Variance	
	Projection	Actual <sup>(1)</sup>	\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$19,140	\$19,111	(\$30)	-0.2%
Reagan Memorial Tollway (I-88)	4,500	5,598	1,098	24.4%
Jane Addams Memorial Tollway (I-90)	139,665	92,584	(47,081)	-33.7%
Veterans Memorial Tollway (I-355)	7,488	3,318	(4,170)	-55.7%
Open Road Tolling (ORT)	2,068	2,473	406	19.6%
Systemwide Improvements	88,610	35,568	(53,042)	-59.9%
Tri-State Tollway (I-294/I-57) Interchange	21,553	12,137	(9,416)	-43.7%
Elgin O'Hare Western Access	45,021	19,619	(25,402)	-56.4%
Illinois Route 53/120/Other Planning Studies	3,500	24	(3,476)	-99.3%
Move Illinois and CRP Subtotal	\$331,546	\$190,433	(\$141,113)	-42.6%
"Other" Capital Projects	18,000	14,137	(3,863)	-21.5%
Capital Program Subtotal	\$349,546	\$204,571	(\$144,976)	-41.5%
Intergovernmental Agreement Reimbursements and Other Adjustments	-	(9,049)	(9,049)	N/A
<b>Total Capital Program Expenditures</b>	<b>\$349,546</b>	<b>\$195,521</b>	<b>(\$154,025)</b>	<b>-44.1%</b>

<sup>(1)</sup> Capital Program Actual included \$95,291,092 in work completed for which payments have not been made as of June 30, 2013.

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

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# Appendix



# Revenue

## *2013 Budget Realized*

(\$ thousands)

	2013	YTD	% Budget
	Budget	Actual	Realized
Toll Revenue and Evasion Recovery	\$977,000	\$480,535	49.2%
Concessions	2,000	1,130	56.5%
Investment Income	1,000	514	51.4%
Miscellaneous	6,000	2,085	34.8%
<b>Total Revenue</b>	<b>\$986,000</b>	<b>\$484,264</b>	<b>49.1%</b>

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

# Maintenance and Operations

## *2013 Budget Realized*

(\$ thousands)

	2013 Budget	YTD Actual	% Budget Realized
Payroll and Related Costs	\$154.9	\$74.5	48.1%
Group Insurance	29.2	13.6	46.7%
Contractual Services	54.3	19.0	35.0%
Materials/Operational Supplies/Other Expenses	8.3	2.7	32.8%
Utilities	5.6	3.5	63.0%
All Other Insurance	9.9	4.6	46.4%
Parts and Fuel	7.1	3.5	49.1%
Equipment/Office Rental and Maintenance	15.5	7.6	49.2%
Professional Development	1.0	0.5	49.0%
Recovery of Expenses	(2.4)	(1.3)	53.0%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$283.4</b>	<b>\$128.3</b>	<b>45.3%</b>

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

# Capital Program

## 2013 Budget Projection Realized

(\$ thousands)

	2013 Projection	YTD Actual <sup>(1)</sup>	% Projection Realized
Tri-State Tollway (I-94/I-294/I-80)	\$36,873	\$19,111	51.8%
Reagan Memorial Tollway (I-88)	5,525	5,598	101.3%
Jane Addams Memorial Tollway (I-90)	415,201	92,584	22.3%
Veterans Memorial Tollway (I-355)	23,187	3,318	14.3%
Open Road Tolling (ORT)	4,135	2,473	59.8%
Systemwide Improvements	217,970	35,568	16.3%
Tri-State Tollway (I-294/I-57) Interchange	66,737	12,137	18.2%
Elgin O'Hare Western Access	95,556	19,619	20.5%
Illinois Route 53/120/Other Planning Studies	6,833	24	0.4%
<b>Move Illinois and CRP Subtotal</b>	<b>\$872,018</b>	<b>\$190,433</b>	<b>21.8%</b>
"Other" Capital Projects <sup>(2)</sup>	50,000	14,137	28.3%
<b>Capital Program Subtotal</b>	<b>\$922,018</b>	<b>\$204,571</b>	<b>22.2%</b>
Intergovernmental Agreement Reimbursements and Other Adjustments <sup>(3)</sup>	-	(9,049)	N/A
<b>Total Capital Program Expenditures</b>	<b>\$922,018</b>	<b>\$195,521</b>	<b>21.2%</b>

<sup>(1)</sup> Capital Program Actual included \$95,291,092 in work completed for which payments have not been made as of June 30, 2013.

<sup>(2)</sup> The Other Projects portion of the Capital Program Budget for 2013 totaled \$79.3 million, of which \$50 million is anticipated to be spent.

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

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

# Revenue

## *2013 vs. 2012 Second Quarter Actual*

(\$ thousands)

	Second Quarter		Variance	
	2012	2013	\$	%
Toll Revenue and Evasion Recovery	\$240,494	\$253,780	\$13,285	5.5%
Concessions	568	580	12	2.2%
Investment Income	288	223	(65)	-22.5%
Miscellaneous	1,004	1,151	148	14.7%
<b>Total Revenue</b>	<b>\$242,354</b>	<b>\$255,735</b>	<b>\$13,381</b>	<b>5.5%</b>

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

# Maintenance and Operations

## 2013 vs. 2012 Second Quarter Actual

(\$ thousands)

	Second Quarter		Variance	
	2012	2013	\$	%
Payroll and Related Costs	\$35,125	\$36,129	\$1,004	2.9%
Group Insurance	6,663	6,864	201	3.0%
Contractual Services	9,222	11,277	2,055	22.3%
Materials/Operational Supplies/Other Expenses	1,880	765	(1,115)	-59.3%
Utilities	1,316	1,961	645	49.0%
All Other Insurance	2,284	2,280	(4)	-0.2%
Parts and Fuel	1,351	1,769	418	30.9%
Equipment/Office Rental and Maintenance	2,951	3,151	200	6.8%
Professional Development	200	240	40	19.8%
Recovery of Expenses	(566)	(581)	(14)	-2.5%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$60,427</b>	<b>\$63,856</b>	<b>\$3,429</b>	<b>5.7%</b>

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

# Capital Program

## 2013 vs. 2012 Second Quarter Actual

(\$ thousands)

	2nd Qtr		Variance	
	2012	2013	\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$27,121	\$7,910	(\$19,211)	-71%
Reagan Memorial Tollway (I-88)	14,149	2,580	(11,569)	-82%
Jane Addams Memorial Tollway (I-90)	7,408	59,939	52,530	709%
Veterans Memorial Tollway (I-355)	508	3,076	2,568	506%
Open Road Tolling (ORT)	493	2,247	1,755	356%
Systemwide Improvements	24,454	23,093	(1,361)	-6%
Tri-State Tollway (I-294/I-57) Interchange	1,939	9,357	7,417	382%
Elgin O'Hare Western Access	114	11,323	11,209	9862%
Illinois Route 53/120/Other Planning Studies	-	24	24	N/A
<b>Move Illinois and CRP Subtotal</b>	<b>\$76,186</b>	<b>\$119,549</b>	<b>\$43,339</b>	<b>57%</b>
"Other" Capital Projects	7,750	6,246	(1,504)	-19%
<b>Capital Program Subtotal</b>	<b>\$83,936</b>	<b>\$125,795</b>	<b>\$41,835</b>	<b>50%</b>
Intergovernmental Agreement Reimbursements and Other Adjustments <sup>(1)</sup>	(\$2,974)	(\$9,197)	(\$6,223)	-209%
<b>Total Capital Program Expenditures</b>	<b>\$80,962</b>	<b>\$116,598</b>	<b>\$35,612</b>	<b>44%</b>

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

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



# Revenue

## 2013 vs. 2012 Year-to-Date Actual

(\$ thousands)

	YTD		Variance	
	2012	2013	\$	%
Toll Revenue and Evasion Recovery	\$464,330	\$480,535	\$16,204	3.5%
Concessions	1,100	1,130	30	2.7%
Investment Income	486	514	27	5.6%
Miscellaneous	2,231	2,085	(145)	-6.5%
<b>Total Revenue</b>	<b>\$468,148</b>	<b>\$484,264</b>	<b>\$16,117</b>	<b>3.4%</b>

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

# Maintenance and Operations

## 2013 vs. 2012 Year-to-Date Actual

(\$ thousands)

	YTD		Variance	
	2012	2013	\$	%
Payroll and Related Costs	\$72,374	\$74,532	\$2,158	3.0%
Group Insurance	13,836	13,624	(212)	-1.5%
Contractual Services	16,946	19,006	2,060	12.2%
Materials/Operational Supplies/Other Expenses	3,152	2,723	(428)	-13.6%
Utilities	2,956	3,520	564	19.1%
All Other Insurance	4,500	4,585	86	1.9%
Parts and Fuel	2,041	3,481	1,440	70.5%
Equipment/Office Rental and Maintenance	5,993	7,648	1,655	27.6%
Professional Development	415	492	77	18.6%
Recovery of Expenses	(1,053)	(1,288)	(235)	-22.3%
<b>Total Maintenance and Operations Expenditures</b>	<b>\$121,159</b>	<b>\$128,324</b>	<b>\$7,164</b>	<b>5.9%</b>

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



# Capital Program

## 2013 vs. 2012 Year-to-Date Actual

(\$ thousands)

	YTD		Variance	
	2012	2013	\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$27,702	\$19,111	(\$8,591)	-31%
Reagan Memorial Tollway (I-88)	14,544	5,598	(8,946)	-62%
Jane Addams Memorial Tollway (I-90)	13,897	92,584	78,687	566%
Veterans Memorial Tollway (I-355)	157	3,318	3,161	2015%
Open Road Tolling (ORT)	751	2,473	1,722	229%
Systemwide Improvements	29,440	35,568	6,128	21%
Tri-State Tollway (I-294/I-57) Interchange	1,939	12,137	10,197	526%
Elgin O'Hare Western Access	114	19,619	19,505	17160%
Illinois Route 53/120/Other Planning Studies	-	24	24	N/A
<b>Move Illinois &amp; CRP Subtotal</b>	<b>\$88,544</b>	<b>\$190,433</b>	<b>\$101,865</b>	<b>115%</b>
"Other" Capital Projects	12,983	14,137	1,155	9%
<b>Capital Program Subtotal</b>	<b>\$101,527</b>	<b>\$204,571</b>	<b>\$103,020</b>	<b>101%</b>
Intergovernmental Agreement Reimbursements and Other Adjustments	(\$3,007)	(9,049)	(\$6,042)	-201%
<b>Total Capital Program Expenditures</b>	<b>\$98,519</b>	<b>\$195,521</b>	<b>\$96,977</b>	<b>98%</b>

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

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



# 2013 Second Quarter Capital Program

*Capital Program expended \$97.4 million less than projection*

<input type="checkbox"/>	<b>Move Illinois/CRP variance</b>	<b>\$ (83.9)</b>
	▪ Scheduling changes	\$(63.4)
	▪ Project cost savings	\$(17.4)
	▪ Scope reduction	\$ 1.1
	▪ Other	\$( 4.1)
<input type="checkbox"/>	<b>Other capital projects variance</b>	<b><u>\$ (4.3)</u></b>
	<b><i>Variance</i></b>	<b><i>\$ (88.2)</i></b>
	<b><i>IGA and other adjustments</i></b>	<b><i>\$ (9.2)</i></b>

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

# 2013 Second Quarter Capital Program

*Move Illinois/CRP key variance highlights*

<input type="checkbox"/> <b>Jane Addams Memorial Tollway (I-90)</b>	<b>\$(31.6) million</b>
▪ Bid savings	\$(15.7)
▪ Schedule changes	\$(17.6)
<input type="checkbox"/> <b>Systemwide</b>	<b>\$(31) million</b>
▪ Schedule changes	
○ Construction/intermittent pavement	\$(13.4)
○ Business Systems, IT and maintenance/facility design	\$(10.9)
○ Delay start of construction I-88/I-90 ramp work	\$( 1.9)

# 2013 Second Quarter Capital Program

*Move Illinois/CRP key variance highlights*

<input type="checkbox"/> <b>Elgin O'Hare Western Access</b>		<b>\$(15.3) million</b>
▪ Right-of-way delays		
<input type="checkbox"/> <b>Tri-State Tollway (I-294)/I-57 Interchange</b>		<b>\$( 3.9) million</b>
▪ Schedule changes due to right-of-way possession	<b>\$(4.4)</b>	
▪ Savings/schedule changes	<b>\$(0.9)</b>	
▪ Other	<b>\$ 1.4</b>	
<input type="checkbox"/> <b>Veterans Memorial Tollway (I-355)</b>		<b>\$( 2.7) million</b>
▪ Delay start of resurfacing and tunnel lighting	<b>(\$ 1.9)</b>	

# 2013 Transactions

## *Projection vs. Actual*

2013	Projections	Actual	Variance	Variance %
Transactions (millions)				
<b>PASSENGER VEHICLES</b>				
January	55.3	54.6	(0.7)	-1.3%
February	52.3	50.3	(2.0)	-3.8%
March	59.9	58.3	(1.6)	-2.7%
April	60.2	58.8	(1.4)	-2.3%
May	62.7	63.7	0.9	1.5%
June	62.1	62.3	0.2	0.3%
	<b>352.4</b>	<b>347.9</b>	<b>(4.5)</b>	<b>-1.3%</b>
<b>ALL COMMERCIAL VEHICLES (TIER 2-4)</b>				
January	7.1	7.3	0.2	3.4%
February	6.6	6.8	0.2	3.4%
March	7.4	7.5	0.1	1.2%
April	7.9	7.9	0.0	0.3%
May	8.3	8.5	0.1	1.6%
June	8.1	8.1	0.0	0.0%
	<b>45.3</b>	<b>46.0</b>	<b>0.7</b>	<b>1.6%</b>
<b>ALL VEHICLES</b>				
January	62.4	61.9	(0.5)	-0.7%
February	58.8	57.1	(1.7)	-3.0%
March	67.2	65.7	(1.5)	-2.2%
April	68.1	66.7	(1.4)	-2.0%
May	71.1	72.2	1.1	1.5%
June	70.1	70.3	0.2	0.3%
	<b>397.7</b>	<b>393.9</b>	<b>(3.8)</b>	<b>-1.0%</b>

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

# 2013 vs. 2012 Transactions

2013	Transactions (millions)	% Change 2013 to 2012	Transactions (millions)	% Change 2013 to 2012
	<b>PASSENGER VEHICLES (TIER 1)</b>		<b>LARGE COMMERCIAL VEHICLES (TIER 4)</b>	
January	54.6	3.0%	5.3	5.8%
February	50.3	-5.4%	4.9	-1.8%
March	58.3	-1.1%	5.4	-2.2%
April	58.8	1.0%	5.6	5.5%
May	63.7	1.5%	5.9	4.6%
June	62.3	-1.1%	5.5	0.2%
	<b>347.9</b>	<b>-0.3%</b>	<b>32.5</b>	<b>2.0%</b>
	<b>ALL COMMERCIAL VEHICLES (TIER 2-4)</b>		<b>ALL VEHICLES</b>	
January	7.3	5.1%	61.9	3.2%
February	6.8	-1.6%	57.1	-5.0%
March	7.5	-2.7%	65.7	-1.3%
April	7.9	5.0%	66.7	1.4%
May	8.5	3.1%	72.2	1.7%
June	8.1	-0.3%	70.3	-1.0%
	<b>46.0</b>	<b>1.4%</b>	<b>393.9</b>	<b>-0.1%</b>

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



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**THANK YOU**