



2013 Budget Analysis

(Unaudited)

Quarterly Financial Review

October 1 – December 31, 2013

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INTRODUCTION

In December 2012, the Tollway Board of Directors adopted the annual budget for 2013. 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.

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. Non-roadway capital accruals do not reflect work completed for which invoices have not been received. No accommodation is made for depreciation of capital assets.

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

- Toll revenue is collected from Tollway users either by cash or electronic toll collection for users of I-PASS.
- 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 income 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 fourth quarter of fiscal year 2013. The purpose of this analysis is to assess the actual financial performance of the Tollway relative to the 2013 Budget and the October 2013 revised estimate. The report indicates variances from budgeted or revised estimated 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 2013 Budget, approved by the Board of Directors in December 2012, includes the maintenance and operations budget, debt service transfers and capital budget in support of the second year of the *Move Illinois* Program.

Budgeted Revenue 2013

The 2013 budget estimated annual revenue totaling \$986 million, including \$977 million from toll revenue and evasion recovery, \$1 million from investment income and \$8 million from concessions revenue and miscellaneous income.

The Tollway's 2013 Budget allocated \$283 million for maintenance and operations expenses, \$317 million for debt service transfers and \$386 million for the *Move Illinois* and Congestion-Relief programs and other non-roadway capital investments (deposits to the renewal/replacement and improvement accounts).

Revised Estimate 2013

In October, the Tollway revised the 2013 revenue projection from \$986 million to \$998 million. Maintenance and Operations expenditures for 2012 were \$14 million under budget. Subsequently, the October estimate reduced the 2013 allocation for Maintenance and Operations by \$14 million, from \$283 million to \$269 million. Debt service transfers were reduced from \$317 million to \$295 million. Deposits to the renewal and replacement account remained at \$300 million while the improvement account deposits increased by \$49 million.

2013 Revenue Sources and Allocations

SOURCES OF REVENUE		(\$ millions)
	2013 Budget	2013 October Estimate
Toll Revenue and Evasion Recovery	\$977	\$987
Investment Income	1	1
Concessions Revenue and Miscellaneous Income	8	10
Total Revenue	\$986	\$998

ALLOCATIONS OF REVENUE		(\$ millions)
	2013 Budget	2013 October Estimate
Maintenance and Operations	\$283	\$269
Debt Service Transfers	317	295
Deposits to Renewal/Replacement and Improvement	386	435
Total Allocations	\$986	\$998

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

RESULTS SUMMARY for 2013

Revenue

Revenue for 2013 totaled \$1,009.8 million, \$11.8 million more than the revised estimate. Toll revenue and evasion recovery totaled \$997.4 million, exceeded the revised estimate by \$10.4 million. Investment income totaled \$866 thousand. Concessions revenue and miscellaneous income totaled \$11.5 million, \$1.5 million more than the revised estimate for 2013.

Expenditures

The Tollway's 2013 operating expenditures totaled \$277.5 million, \$5.9 million less than the 2013 budget.

Debt service transfer totaled \$294.7 million, or \$21.9 million less than the 2013 budget.

Capital program expenditures for 2013 totaled \$620 million, \$99 million lower than the revised estimate of \$719 million. These expenditures included \$588.7 million of expenses for the *Move Illinois* Program and the Congestion-Relief Program and \$43.1 million expenses for other capital projects.

REVENUE SUMMARY

Revised Estimate vs. Unaudited Actual

Fourth Quarter 2013 (\$ thousands)

	4th Qtr		Variance	
	Revised Estimate	Actual	\$	%
Toll Revenue and Evasion Recovery	\$241,753	\$250,040	\$8,287	3.4%
Concessions	566	569	3	0.5%
Investment Income	225	147	(78)	-34.8%
Miscellaneous	4,560	6,320	1,760	38.6%
Total Revenue	\$247,104	\$257,075	\$9,971	4.0%

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

Revised Estimate vs. Unaudited Actual

2013 (\$ thousands)

	2013		Variance	
	Revised Estimate	Actual	\$	%
Toll Revenue and Evasion Recovery	\$987,000	\$997,373	\$10,373	1.1%
Concessions	2,300	2,306	6	0.2%
Investment Income	1,000	866	(134)	-13.4%
Miscellaneous	7,700	9,232	1,532	19.9%
Total Revenue	\$998,000	\$1,009,776	\$11,776	1.2%

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

During the process of preparing the 2014 Budget in October, the Tollway revised the 2013 revenue estimates from \$986 million to \$998 million.

The difference between the fourth quarter and year-end variances can be attributed to the timing of the revised estimates. In October, since the third quarter actual results were not yet available, the revised estimates were based on unaudited actuals from January to August and projections from September to December.

Fourth Quarter Analysis

Revenue for the fourth quarter totaled \$257.1 million, \$10 million more than the revised estimate for the same period.

Toll revenue and evasion recovery were \$8.3 million more than the revised estimate for the quarter. Investment income totaled \$147 thousand and concession revenue totaled \$569

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thousand. Miscellaneous income totaled \$6.3 million, \$1.8 million more than the revised estimate.

2013 Analysis

Revenue totaled \$1,009.8 million, or \$11.8 million more than the revised estimate for 2013.

Toll revenue and evasion recovery for 2013 were \$10.4 million greater than the revised estimate.

Toll transactions for all vehicle classes grew 1.5 percent compared to 2012 and exceeded the 2013 revised estimate by 0.2 percent. Passenger car transactions grew 1.2 percent from 2012 and were 0.2 percent greater than the revised estimate for 2013. Commercial vehicle transactions grew 3.7 percent compared to 2012 and exceeded the 2013 revised estimate by 0.6 percent.

MAINTENANCE AND OPERATIONS SUMMARY

Budget vs. Unaudited Actual

Fourth Quarter 2013

(\$ thousands)

	4th Qtr		Variance	
	Budget	Actual	\$	%
Payroll and Related Costs	\$38,728	\$39,588	(\$859)	-2.2%
Group Insurance	7,298	7,826	(528)	-7.2%
Contractual Services	15,213	15,619	(406)	-2.7%
Materials/Operational Supplies/Other Expenses	2,410	3,731	(1,321)	-54.8%
Utilities	1,397	2,155	(758)	-54.3%
All Other Insurance	2,471	2,595	(124)	-5.0%
Parts and Fuel	1,772	2,241	(470)	-26.5%
Equipment/Office Rental and Maintenance	3,886	3,915	(29)	-0.8%
Professional Development	251	259	(8)	-3.1%
Recovery of Expenses	(608)	(405)	(202)	-33.3%
Total Maintenance and Operations Expenditures	\$72,817	\$77,523	(\$4,706)	-6.5%

Notes:

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

Budget vs. Unaudited Actual

2013

(\$ thousands)

	Budget	Actual	Variance	
			\$	%
Payroll and Related Costs	\$154,914	\$150,273	\$4,640	3.0%
Group Insurance	29,190	28,637	553	1.9%
Contractual Services	54,332	50,924	3,408	6.3%
Materials/Operational Supplies/Other Expenses	8,309	7,296	1,013	12.2%
Utilities	5,588	6,341	(753)	-13.5%
All Other Insurance	9,882	12,664	(2,782)	-28.2%
Parts and Fuel	7,087	7,608	(521)	-7.4%
Equipment/Office Rental and Maintenance	15,544	15,138	406	2.6%
Professional Development	1,003	890	114	11.3%
Recovery of Expenses	(2,431)	(2,258)	(173)	-7.1%
Total Maintenance and Operations Expenditures	\$283,418	\$277,512	\$5,906	2.1%

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

Analysis

The Tollway's 2013 fourth quarter operating expenditures totaled \$77.5 million, representing an unfavorable variance of \$4.7 million for the quarter mainly due to costs associated with a severe winter. However, operating expenditures through December 31st amounted to \$277.5 million, \$5.9 million under the \$283.4 million annual maintenance and operations budget.

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The most significant variances to the budget during 2013 are explained below:

Payroll and related costs totaled \$150.3 million, \$4.6 million under budget. This favorable variance is attributable to vacant positions in both the salary and wage categories partially offset by hourly overtime in December for roadway maintenance. This category also includes some wage adjustments for collective bargaining units as well as salaried employees.

Group insurance totaled \$28.6 million, \$553 thousand under budget. This variance reflects a number of vacant positions resulting in paid claims being less than anticipated during the course of the year.

Contractual services totaled \$50.9 million, \$3.4 million under budget for the year. This favorable variance is attributable to three cost categories: \$2.3 million in consulting services for Engineering, Information Technology and Diversity; \$0.7 million in contracted maintenance for Traffic Operations, Building Maintenance and Information Technology; and \$0.4 million in Business Systems for credit card fees.

Materials/operational supplies/other expense totaled \$7.3 million, \$1.0 million under budget. The mild winter weather in the first quarter was partially offset by more severe winter conditions that began in December and continued on into the first quarter of 2014. Prior to December, the salt domes had been filled to near capacity. Plans are underway to replenish depleted supplies of winter materials as soon as possible. The favorable variance is related to reduced expenditures for other roadway and building materials, supplies and equipment.

Utilities, which include electricity, natural gas, water and telephone expenses, totaled \$6.3 million, \$753 thousand over budget for the year. This unfavorable variance is due to overages in natural gas related to the severe winter, additional electricity demands for 42 new accounts and additional telephone charges for the Customer Call Center.

All other insurance expenses totaled \$12.7 million, \$2.8 million over budget. This category includes expenses for property and liability insurance as well as amounts allocated to the workers' compensation claim fund. This variance reflects an increase in the workers' compensation claim reserve fund based on recommendations included in the most recent actuarial study. This increase was partially offset by a \$318 thousand decrease in property insurance.

Parts and fuel expenses totaled \$7.6 million, \$521 thousand over the full year budget. This unfavorable variance is mainly due to the heavy winter demand for diesel fuel especially during the month of December. For example, in December 2012 the Tollway purchased 78,450 gallons of diesel fuel while 142,600 gallons were purchased in December 2013. In addition, the consumption of diesel fuel during the first quarter of 2013 was 21% higher than the first quarter of 2012. There was also a 64% increase in E-85 fuel expenses in 2013 compared to 2012 partially due to the installation of new fuel storage tanks.

Equipment/office rental and maintenance expenditures totaled \$15.1 million, \$406 thousand under budget. This favorable variance is mainly due to software and equipment maintenance for the Toll Revenue Management and Maintenance Program (TRMMP). In addition, rental costs for the Customer Call Center were under budget for the year.

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Professional development expenses totaled \$890 thousand, \$114 thousand under the full year budget. Travel, training, dues, books and subscriptions were \$218 thousand under budget while uniforms and accessories exceeded the budget by \$104 thousand.

Recovery of expenses totaled \$2.3 million, a \$173 thousand unfavorable variance in comparison to budget. This category includes reimbursement for services (ambulances or fire trucks) or damage to Tollway property caused by others.

Budget Transfers

Budget to actual comparisons in this analysis are based on the Original 2013 maintenance and operations budget adopted by the Tollway Board in December 2012. During the budget year, management approves transfers from accounts that incur surpluses to those requiring additional funds due to shortfalls. These transfers do not change the dollar amount of the 2013 maintenance and operations budget.

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 of bond credit/liquidity facilities, remarketing services and credit ratings.

For 2013 the Tollway budgeted \$316.6 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 \$16.2 million from federal subsidies associated with the Tollway’s Series 2009A and Series 2009B Build America Bonds.

Following are unaudited quarterly results through the full year December 31, 2013 with comparisons to budget.

Budget vs. Actual (Unaudited)
(\$ thousands) (#s may not total due to rounding)

	Budget	Actual	Variance	
			\$	%
Debt Service Transfers – 1 st Qtr	\$76,340	\$68,667	\$7,673	10.1%
Debt Service Transfers – 2 nd Qtr	\$76,340	\$69,776	\$6,564	8.6%
Debt Service Transfers – 3 rd Qtr	\$81,965	\$78,168	\$3,797	4.6%
Debt Service Transfers – 4 th Qtr	\$81,965	\$78,070	\$3,895	4.8%
Debt Service Transfers - YTD Dec 31, 2013	\$316,610	\$294,681	\$21,929	6.9%

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

	Annual	Annual	Realized
	Budget	Actual	
Debt Service Transfers	\$316,610	\$294,681	93.1%

Analysis

The primary contributor to the \$21.9 million year-to-date favorable variance and the \$3.9 million fourth quarter favorable variance was lower-than-expected interest expense on new bond issuance because of delayed issuance of such new bonds. The Series 2013A Bonds in the par amount of \$500 million were issued on May 16, 2013, approximately 4½ months after the January 1st date for budgeting purposes. An assumed second new money issuance of \$500 million which had been assumed, for budgeting purposes, to be issued at the beginning of the

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third quarter of 2013 has not yet been issued as of the date of this report. The resulting reduced transfers during 2013 for new money debt service accounted for \$18.1 million of the full year favorable variance and \$5.0 million of the fourth quarter favorable variance. Other contributors to favorable variance were: (i) a provision for additional debt service for refunding synthetic fixed rate bonds and/or incurring variable bond interest in excess of variable swap receipts that was less than expected because no synthetic fixed rate refunding occurred; (ii) reduced costs of credit/liquidity facilities supporting variable rate bonds; and (iii) reduced transfers for the Tollway's Series 2005A Bonds due to savings achieved from refunding a portion of those bonds in August. There were minor offsets to the full year and fourth quarter favorable variances from: (a) actual federal subsidies related to Build America Bonds totaling \$15.5 million (\$3.7 million for the fourth quarter) instead of the budgeted \$16.2 million (\$4.1 million for the fourth quarter); and (b) timing issues related to the monthly transfers for debt service for the Series 2007A and 2008A synthetic fixed rate bonds. Actual debt service transfers in 2013 were in line with the revised estimate of such transfers.

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 December 31, 2013. 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.

The Illinois State Toll Highway Authority							
Swap Portfolio as of December 31, 2013							
(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	(6,556)	
1998 SERIES B	JP Morgan Chase Bank*	55,395	4.3250%	Actual	1/1/2017	(5,364)	
1998 SERIES B TOTAL		\$123,100				(\$11,920)	
2007 SERIES A-1	Citibank N.A., New York	175,000	3.9720%	SIFMA	7/1/2030	(\$19,658)	
2007 SERIES A-1	Goldman Sachs Bank USA	175,000	3.9720%	SIFMA	7/1/2030	(\$19,658)	
2007 SERIES A-1 TOTAL		\$350,000				(\$39,315)	
2007 SERIES A-2	Bank of America, N.A.	262,500	3.9925%	SIFMA	7/1/2030	(\$30,103)	
2007 SERIES A-2	Wells Fargo Bank**	87,500	3.9925%	SIFMA	7/1/2030	(\$10,034)	
2007 SERIES A-2 TOTAL		\$350,000				(\$40,137)	
2008 SERIES A-1	The Bank of New York	191,550	3.7740%	SIFMA	1/1/2031	(\$18,115)	
2008 SERIES A-1	Deutsche Bank AG, New York Branch	191,550	3.7740%	SIFMA	1/1/2031	(\$18,115)	
2008 SERIES A-1 TOTAL		\$383,100				(\$36,230)	
2008 SERIES A-2	Bank of America, N.A.***	95,775	3.7640%	SIFMA	1/1/2031	(\$8,950)	
2008 SERIES A-2 TOTAL		\$95,775				(\$8,950)	
TOTAL		\$1,301,975				(\$136,553)	

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 2013

The majority of the 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 comprises 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 2013 Capital Budget allocated \$770.9 million to fund the second 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 budgeted at \$5.8 billion. The Tollway anticipates that project cost savings of approximately \$100 million will reduce total expenditures to \$5.7 billion by the end of the program. The fiscal year 2013 Capital Budget allocated \$101.1 million to fund the ninth year of the CRP. Additionally, the fiscal year 2013 Capital Budget allocated approximately \$79.3 million to fund "other" capital projects to support ongoing operations of the Tollway. It was anticipated \$50 million would be spent in 2013.

Revised Estimate 2013

Revision to expenditure projections are made during the course of the year. In October 2013, the Tollway revised the estimates for the 2013 *Move Illinois* and CRP portion of the capital program downward from \$872 million to \$671.8 million and the other capital projects estimate from \$50 million to \$47.2 million.

2013 Approved Budget vs. Revised Estimate
(\$ millions)

(\$ million)	Approved Budget	Revised Estimate
Tri-State Tollway (I-94/I-294/I-80)	\$36.9	\$46.4
Reagan Memorial Tollway (I-88)	5.5	7.9
Jane Addams Memorial Tollway (I-90)	415.2	323.8
Veterans Memorial Tollway (I-355)	23.2	17.5
Open Road Tolling (ORT)	4.1	2.7
Systemwide Improvements	218.0	133.8
Tri-State Tollway (I-294/I-57) Interchange	66.7	43.4
Elgin O'Hare Western Access	95.6	95.6
Illinois Route 53/120/Other Planning Studies	6.8	0.8
Move Illinois and CRP Subtotal	\$872.0	\$671.8
Other Capital Projects	79.3*	47.2
Capital Program Subtotal	\$951.4	\$719.0
Intergovernmental Agreement Reimbursements	-	-
Total Capital Program	\$951.4	\$719.0

*The Other Capital Projects portion of the Capital Program Budget for 2013 totaled \$79.3 million; \$50 million was anticipated to be spent.
Note: Numbers may not add to totals due to rounding.

Capital Program Expenditures

For the purpose of the 2013 fourth quarter review, the capital program actual expenditures are compared to the revised estimate.

Revised Estimate vs. Unaudited Actual

Fourth Quarter 2013

(\$ thousands)

	4th Qtr		Variance	
	Revised Estimate	Actual ⁽¹⁾	\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$8,971	\$5,251	\$3,720	41.5%
Reagan Memorial Tollway (I-88)	797	226	571	71.7%
Jane Addams Memorial Tollway (I-90)	115,931	88,215	27,716	23.9%
Veterans Memorial Tollway (I-355)	5,911	9,198	(3,287)	-55.6%
Open Road Tolling (ORT)	937	(111)	1,048	111.9%
Systemwide Improvements	49,144	39,027	10,117	20.6%
Tri-State Tollway (I-294)/I-57 Interchange	15,319	23,635	(8,315)	-54.3%
Elgin O'Hare Western Access	62,782	21,886	40,896	65.1%
Illinois Route 53/120/Other Planning Studies	551	836	(286)	-51.9%
Move Illinois and CRP Subtotal	\$260,342	\$188,163	\$72,179	27.7%
"Other" Capital Projects	19,378	16,737	2,641	13.6%
Capital Program Subtotal	\$279,721	\$204,900	\$74,821	26.7%
Intergovernmental Agreement Reimbursement and other Adjustments ⁽²⁾	-	(1,993)	1,993	N/A
Total Capital Program Expenditures	\$279,721	\$202,907	\$76,813	27.5%

⁽¹⁾ Capital Program Actual included \$110,774,744 in work completed for which payments have not been made as of December 31, 2013.

⁽²⁾ Intergovernmental Agreement Reimbursements were for work performed in prior periods.

Revised Estimate vs. Unaudited Actual

2013

(\$ thousands)

			Variance	
	Revised Estimate	Actual ⁽¹⁾	\$	%
Tri-State Tollway (I-94/I-294/I-80)	\$46,368	\$41,723	\$4,645	10.0%
Reagan Memorial Tollway (I-88)	7,860	7,695	165	2.1%
Jane Addams Memorial Tollway (I-90)	323,758	298,919	24,839	7.7%
Veterans Memorial Tollway (I-355)	17,521	20,938	(3,417)	-19.5%
Open Road Tolling (ORT)	2,704	3,091	(387)	-14.3%
Systemwide Improvements	133,844	106,880	26,965	20.1%
Tri-State Tollway (I-294)/I-57 Interchange	43,353	55,353	(12,000)	-27.7%
Elgin O'Hare Western Access	95,556	53,109	42,446	44.4%
Illinois Route 53/120/Other Planning Studies	819	979	(160)	-19.5%
Move Illinois and CRP Subtotal	\$671,782	\$588,686	\$83,096	12.4%
"Other" Capital Projects	47,206	43,111	4,095	8.7%
Capital Program Subtotal	\$718,988	\$631,797	\$87,191	12.1%
Intergovernmental Agreement Reimbursements and Other Adjustments	-	(11,820)	11,820	N/A
Total Capital Program Expenditures	\$718,988	\$619,977	\$99,011	13.8%

⁽¹⁾ Capital Program Actual included \$110,774,744 in work completed for which payments have not been made as of December 31, 2013.

Analysis

Capital program expenditures are reported on an accrual basis. For the quarter ending December 31, 2013, unaudited capital program expenditures totaled \$202.9 million. This amount included expenses paid during the fourth quarter, as well as \$110.8 million of work completed during the quarter and/or in prior periods for which payments have not been made as of December 31, 2013. *Move Illinois* and CRP expenditures totaled \$188.2 million and other capital project expenditures totaled \$16.7 million. In addition, intergovernmental agreement (IGA) reimbursements and other adjustments made during the quarter reduced expenditures by \$2 million.

For year 2013, Capital Program expenditures totaled \$620 million, or \$99 million less than the revised estimate; the *Move Illinois* and CRP program expenses totaled \$588.7 million and the other capital projects expenses totaled \$43.1 million. IGA reimbursements and other accounting adjustments reduced 2013 expenditures by \$11.8 million.

The 2013 variance from the revised estimate of \$99 million can be attributed to:

- Timing of right-of-way acquisition – an estimated \$49.7 million
- Scheduling changes – an estimated \$34.7 million
- Savings/lower cost of construction – an estimated \$2.8 million
- IGA and other adjustments – \$11.8 million

<u>Corridor</u>	2013 <u>Revised Estimate</u> (\$ millions)	2013 <u>Expenditure</u> (\$ millions)
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Tri-State Tollway (I-94/I-294/I-80)	\$46.4	\$41.7
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During the fourth quarter, closeout continued for roadway resurfacing and bridge improvements on the Central Tri-State Tollway between 95th Street and Balmoral Avenue in both the southbound and northbound directions.

The favorable variance of \$4.6 million can be attributed to construction closeout savings of \$1.2 million, and schedule changes of \$3.5 including right-of-way acquisition near Dixie Creek.

Reagan Memorial Tollway (I-88)	\$7.9	\$7.7
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During the fourth quarter, closeout efforts continued for roadway rebuilding and widening between Illinois Route 56 and Illinois Route 251. Reconstruction also continued on the ramps at York Road, Spring Road, and Highland Avenue.

The favorable variance of \$165 thousand was primarily due to construction closeout savings.

Jane Addams Memorial Tollway	\$323.8	\$298.9
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During the fourth quarter, design continued on the I-90 Rebuilding and Widening Project in the eastern segment from the Tri-State Tollway (I-294) to Randall Road, primarily for advance work items such as retaining walls and noisewalls. Construction will commence on these retaining wall and noisewall contracts in the first quarter of 2014 at the following locations: DesPlaines Oasis to Lee Street, Lee Street to the Kennedy Expressway and Higgins Road to Illinois Route 53/I-290.

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On the western segment of I-90 from Elgin to I-39, construction began on the westbound mainline contracts and will continue through 2014. Construction is substantially complete on the eastbound mainline contracts and on mainline bridge reconstruction at the Kishwaukee River, Coon Creek, Mosquito Creek and U.S. Route 20, with final traffic configuration realized. Steel beam procurement and local crossroad bridge reconstruction contracts were completed for Mill Road, Irene Road, Stone Quarry Road, Getty Road, Brier Hill Road, Sandwald Road and Powers Road.

The favorable variance for this corridor totaled \$24.8 million. Schedule issues including weather related impacts and project delivery issues comprised \$10.7 million and other cash flow changes contributed \$10.2 million to the corridor variance. Right-of-way and utility expenditures were \$2.5 million less than forecasted in the revised estimate. In addition, cost savings within the corridor were \$1.4 million.

Veterans Memorial Tollway (I-355) **\$17.5** **\$20.9**
During the fourth quarter, resurfacing from I-55 to Army Trail Road was completed.

The unfavorable variance of \$3.4 million can be attributed to the compressed schedule for the resurfacing project.

Open Road Tolling (ORT) **\$2.7** **\$3.1**

The unfavorable variance of \$387 thousand was due to annual contract maintenance on the Traffic Revenue and Maintenance Management Project (TRMMP) which exceeded its projection.

Systemwide Improvements **\$133.8** **\$106.9**

Construction was completed on many systemwide contracts including the interchange improvement on the Jane Addams Memorial Tollway (I-90) at Illinois Route 47. Work progressed with the installation of exit numbering and upgrading of signing on the Reagan Memorial Tollway (I-88) and I-90, bridge rehabilitation on the Tri-State Tollway (I-294), ramp reconstruction at the Business U.S. Route 20 Interchange on I-90, approach slab repairs along the Veterans Memorial Tollway (I-355), and pavement markings on the I-88 and I-294 corridors. Some systemwide contracts were granted extensions of time due to late starts and some weather dependent work such as routing and sealing of asphalt pavement, placement of pavement markings, noise wall repairs, and painting and sealing of bridge elements. Pavement repairs, micro-surfacing and ramp resurfacing were completed on I-88. Pavement marking was completed on I-294. Fiber optic relocations and maintenance also continued across the system.

The favorable variance was mainly attributed to \$27 million in schedule changes related to bridge and intermittent pavement repairs, pavement marking and other systemwide improvements/repairs. The variance was partially offset by \$1.8 million as toll collection and Information Technology related expenses exceeded the estimate.

Tri-State Tollway (I-294/I-57) Interchange **\$43.4** **\$55.4**

During the fourth quarter, structural steel construction for the northbound I-57 to northbound I-294 ramp continued as well as construction of the ramp from southbound I-294 to southbound I-57.

The unfavorable variance of \$12 million can be attributed to advanced scheduling for bridge steel fabrication (\$8.0 million) and retaining wall pre-fabrication (\$4.0 million).

Elgin O'Hare Western Access

\$95.6

\$53.1

Fourth quarter expenditures were realized in all phases including design, design corridor management, construction management, corridor construction management, right-of-way land acquisitions and construction. Significant achievements in 2013 included completion of contract documents, contract advertisement and award of seven construction contracts. A total of six construction projects received notice to proceed for construction in 2013, which included two contracts for noisewall removal and replacement (along eastbound and westbound Illinois Route 390 from Roselle Road to Plum Grove Road), Rohlwing Road Bridge construction, widening and rehabilitation of the existing Illinois Route 390 from Roselle Road to Meacham Road, Elmhurst Road southbound bridge over I-90 construction and the westbound I-290 to Illinois Route 390 ramp construction (including flyover ramp construction).

The favorable variance totaled \$42.4 million for this corridor. Right-of-way expenditures were \$48.5 million less than the revised estimate primarily due to projected land acquisitions that did not occur in 2013. Spending on utilities was \$3.4 million less than projected, offset by \$9.5 million higher than estimated spending on corridor design due to schedule changes.

Illinois Route 53/120/ Project/Other Planning Studies

\$0.8

\$1.0

Expenditures in this corridor exceeded the estimate mainly due to an increased pace of activity, now that the Illinois Route 53/120 Project study team is fully underway, and public committees are finalized and operational. This includes committee meetings conducted in the fourth quarter.

Other Capital Projects

\$47.2

\$43.1

Expenditures included fleet, patrol car accessories and transponder purchases, general engineering and traffic consultant services, fuel system rehabilitation, design, construction management, Traffic Incident Management (TIMS) and Intelligent Transportation Systems (ITS) services, signage, various research/studies with the University of Illinois, web/e-commerce and LAN/WAN and mainframe legacy systems upgrades, vehicle hoist replacement/repair, roof repairs, cubical furniture and other small capital equipment purchases. The favorable variance of \$4.1 million is mainly due to revisions in project schedules.

Financial Summaries

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ILLINOIS TOLLWAY					
Budget/October Estimate vs. UNAUDITED ACTUAL					
Fourth Quarter Ending December 31, 2013					
4TH QUARTER					
	Budget	October Estimate	Actual	Variance to October Estimate \$	Variance to October Estimate %
REVENUE					
Toll Revenue and Evasion Recovery	\$243,370,493	\$241,752,859	\$250,039,682	\$8,286,823	3.4%
Concessions	500,000	566,016	568,566	2,550	0.5%
Investment Income	250,000	225,000	146,719	(78,281)	-34.8%
Miscellaneous	1,440,000	4,559,656	6,320,031	1,760,375	38.6%
Total Revenue	\$245,560,493	\$247,103,531	\$257,074,998	\$9,971,467	4.0%
Maintenance and Operations (M and O) Expenditures					
Payroll and Related Costs	\$38,728,416	\$38,728,416	\$39,587,518	(\$859,102)	-2.2%
Group Insurance	7,297,500	7,297,500	7,825,878	(528,378)	-7.2%
Contractual Services	15,212,947	15,212,947	15,619,202	(406,255)	-2.7%
Materials/Operational Supplies/Other Expenses	2,409,690	2,409,690	3,730,769	(1,321,079)	-54.8%
Utilities	1,397,109	1,397,109	2,155,139	(758,030)	-54.3%
All Other Insurance	2,470,500	2,470,500	2,594,871	(124,371)	-5.0%
Parts and Fuel	1,771,632	1,771,632	2,241,341	(469,709)	-26.5%
Equipment/Office Rental and Maintenance	3,885,955	3,885,955	3,915,165	(29,210)	-0.8%
Professional Development	250,829	250,829	258,507	(7,678)	-3.1%
Recovery of Expenses	(607,750)	(607,750)	(405,426)	(202,324)	-33.3%
Total Maintenance and Operations Expenditures	\$72,816,827	\$72,816,827	\$77,522,962	(\$4,706,135)	-6.5%
Net Revenue					
Revenue Less M and O Expenditures	\$172,743,666	\$174,286,703	\$179,552,036	\$5,265,332	3.0%
Debt Service Transfers					
Existing Debt	70,715,000	70,187,239	\$71,819,671	(\$1,632,432)	-2.3%
New Debt	11,250,000	6,250,000	6,250,000	-	0.0%
Total Debt Service Transfers	\$81,965,000	\$76,437,239	\$78,069,671	(\$1,632,432)	-2.1%
Net Revenue Less Debt Service Transfers	\$90,778,666	\$97,849,465	\$101,482,365	\$3,632,900	3.7%

Quarterly Financial Review December 31, 2013

ILLINOIS TOLLWAY				
ORIGINAL PROJECTION vs. UNAUDITED ACTUAL				
Fourth Quarter Ending December 31, 2013				
	4TH QUARTER		Variance	
	Projection	Actual ⁽²⁾	\$	%
Capital Program ⁽¹⁾				
Tri-State Tollway (I-94/I-294/I-80)	\$7,423,302	\$5,250,821	\$2,172,481	29.3%
Reagan Memorial Tollway (I-88)	53,971	225,591	(171,620)	-318.0%
Jane Addams Memorial Tollway (I-90)	127,225,374	88,215,291	39,010,083	30.7%
Veterans Memorial Tollway (I-355)	6,089,157	9,198,387	(3,109,230)	-51.1%
Open Road Tolling (ORT)	1,033,791	(111,244)	1,145,035	110.8%
Systemwide Improvements	62,021,145	39,026,978	22,994,167	37.1%
Tri-State Tollway (I-294)/I-57 Interchange	24,800,668	23,634,653	1,166,015	4.7%
Elgin O'Hare Western Access	24,520,210	21,886,335	2,633,874	10.7%
Illinois Route 53/120/Other Planning Studies	1,583,333	836,077	747,256	47.2%
Move Illinois and CRP Subtotal	\$254,750,951	\$188,162,890	\$66,588,061	26.1%
"Other" Capital Projects	16,000,000	16,737,022	(737,022)	-4.6%
Capital Program Subtotal	\$270,750,951	\$204,899,912	\$65,851,039	24.3%
Intergovernmental Agreement Reimbursements ⁽³⁾ and Other Adjustments	-	(1,992,570)	1,992,570	N/A
Total Capital Program Expenditures	\$270,750,951	\$202,907,342	\$67,843,609	25.1%

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

⁽²⁾ Capital Program Actual included \$110,774,744 in work completed for which payments have not been made as of December 31, 2013.

⁽³⁾ Intergovernmental Agreement Reimbursements were for work performed in prior periods.

Revised Estimate vs. UNAUDITED ACTUAL				
Fourth Quarter Ending December 31, 2013				
	4TH QUARTER		Variance	
	Revised Estimate	Actual ⁽²⁾	\$	%
Capital Program ⁽¹⁾				
Tri-State Tollway (I-94/I-294/I-80)	\$8,970,593	\$5,250,821	\$3,719,772	41.5%
Reagan Memorial Tollway (I-88)	796,959	225,591	571,368	71.7%
Jane Addams Memorial Tollway (I-90)	115,930,923	88,215,291	27,715,633	23.9%
Veterans Memorial Tollway (I-355)	5,911,066	9,198,387	(3,287,321)	-55.6%
Open Road Tolling (ORT)	936,741	(111,244)	1,047,985	111.9%
Systemwide Improvements	49,143,692	39,026,978	10,116,714	20.6%
Tri-State Tollway (I-294)/I-57 Interchange	15,319,220	23,634,653	(8,315,433)	-54.3%
Elgin O'Hare Western Access	62,782,478	21,886,335	40,896,143	65.1%
Illinois Route 53/120/Other Planning Studies	550,528	836,077	(285,549)	-51.9%
Move Illinois and CRP Subtotal	\$260,342,201	\$188,162,890	\$72,179,310	27.7%
"Other" Capital Projects	19,378,467	16,737,022	2,641,445	13.6%
Capital Program Subtotal	\$279,720,667	\$204,899,912	\$74,820,755	26.7%
Intergovernmental Agreement Reimbursements ⁽³⁾ and Other Adjustments	-	(1,992,570)	1,992,570	N/A
Total Capital Program Expenditures	\$279,720,667	\$202,907,342	\$76,813,325	27.5%

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

⁽²⁾ Capital Program Actual included \$110,774,744 in work completed for which payments have not been made as of December 31, 2013.

⁽³⁾ Intergovernmental Agreement Reimbursements were for work performed in prior periods.

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ILLINOIS TOLLWAY					
Budget/October Estimate vs. UNAUDITED ACTUAL					
Fiscal Year 2013					
	FY 2013				
	Budget	October Estimate	Actual	Variance to October Estimate \$	Variance to October Estimate %
REVENUE					
Toll Revenue and Evasion Recovery	\$977,000,000	\$987,000,000	\$997,372,660	\$10,372,660	1.1%
Concessions	2,000,000	2,300,000	2,305,563	5,563	0.2%
Investment Income	1,000,000	1,000,000	866,081	(133,919)	-13.4%
Miscellaneous	6,000,000	7,700,000	9,231,579	1,531,579	19.9%
Total Revenue	\$986,000,000	\$998,000,000	\$1,009,775,882	\$11,775,882	1.2%
Maintenance and Operations (M and O) Expenditures					
Payroll and Related Costs	\$154,913,665	\$154,913,665	\$150,273,226	\$4,640,439	3.0%
Group Insurance	29,190,000	29,190,000	28,637,217	552,783	1.9%
Contractual Services	54,331,954	54,331,954	50,923,542	3,408,412	6.3%
Materials/Operational Supplies/Other Expenses	8,309,275	8,309,275	7,296,369	1,012,907	12.2%
Utilities	5,588,435	5,588,435	6,340,936	(752,501)	-13.5%
All Other Insurance	9,882,000	9,882,000	12,664,099	(2,782,099)	-28.2%
Parts and Fuel	7,086,528	7,086,528	7,607,909	(521,381)	-7.4%
Equipment/Office Rental and Maintenance	15,543,818	15,543,818	15,137,525	406,293	2.6%
Professional Development	1,003,316	1,003,316	889,804	113,512	11.3%
Recovery of Expenses	(2,431,000)	(2,431,000)	(2,258,195)	(172,805)	-7.1%
Total Maintenance and Operations Expenditures	\$283,417,991	\$283,417,991	\$277,512,432	\$5,905,559	2.1%
Net Revenue					
Revenue Less M and O Expenditures	\$702,582,009	\$714,582,009	\$732,263,450	\$17,681,442	2.5%
Debt Service Transfers					
Existing Debt	\$282,860,000	\$278,985,973	\$279,055,906	(\$69,933)	0.0%
New Debt	33,750,000	15,625,000	15,625,000	-	0.0%
Total Debt Service Transfers	\$316,610,000	\$294,610,973	\$294,680,906	(\$69,933)	0.0%
Net Revenue Less Debt Service (Coverage)	\$385,972,009	\$419,971,036	\$437,582,544	\$17,611,509	4.2%

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ILLINOIS TOLLWAY				
ORIGINAL PROJECTION vs. UNAUDITED ACTUAL				
FISCAL YEAR 2013				
	FY 2013		Variance	
	Projection	Actual ⁽²⁾	\$	%
Capital Program ⁽¹⁾				
Tri-State Tollway (I-94/I-294/I-80)	\$36,873,092	\$41,722,711	(\$4,849,619)	-13.2%
Reagan Memorial Tollway (I-88)	5,525,463	7,695,093	(2,169,630)	-39.3%
Jane Addams Memorial Tollway (I-90)	415,201,319	298,919,168	116,282,152	28.0%
Veterans Memorial Tollway (I-355)	23,186,764	20,937,849	2,248,915	9.7%
Open Road Tolling (ORT)	4,135,163	3,091,065	1,044,098	25.2%
Systemwide Improvements	217,969,540	106,879,736	111,089,804	51.0%
Tri-State Tollway (I-294)/I-57 Interchange	66,737,418	55,353,037	11,384,380	17.1%
Elgin O'Hare Western Access	95,555,539	53,109,119	42,446,420	44.4%
Illinois Route 53/120/Other Planning Studies	6,833,330	978,682	5,854,648	85.7%
Move Illinois and CRP Subtotal	\$872,017,628	\$588,686,460	\$283,331,169	32.5%
"Other" Capital Projects ⁽³⁾	50,000,000	43,110,528	6,889,472	13.8%
Capital Program Subtotal	\$922,017,628	\$631,796,988	\$290,220,641	31.5%
Intergovernmental Agreement Reimbursements and Other Adjustments ⁽⁴⁾	-	(11,819,640)	11,819,640	N/A
Total Capital Program Expenditures	\$922,017,628	\$619,977,348	\$302,040,280	32.8%

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

⁽²⁾ Capital Program Actual included \$110,774,744 in work completed for which payments have not been made as of December 31, 2013.

⁽³⁾ The Other Projects portion of the Capital Program Budget for 2013 totaled \$79.3 million, of which \$50 million is anticipated to be spent.

⁽⁴⁾ Intergovernmental Agreement Reimbursements were for work performed in prior periods.

ILLINOIS TOLLWAY				
Revised Estimate vs. UNAUDITED ACTUAL				
FISCAL 2013				
	FY 2013		Variance	
	Revised Estimate	Actual ⁽²⁾	\$	%
Capital Program ⁽¹⁾				
Tri-State Tollway (I-94/I-294/I-80)	\$46,368,158	\$41,722,711	\$4,645,447	10.0%
Reagan Memorial Tollway (I-88)	7,859,692	7,695,093	164,599	2.1%
Jane Addams Memorial Tollway (I-90)	323,757,931	298,919,168	24,838,763	7.7%
Veterans Memorial Tollway (I-355)	17,521,282	20,937,849	(3,416,567)	-19.5%
Open Road Tolling (ORT)	2,704,080	3,091,065	(386,985)	-14.3%
Systemwide Improvements	133,844,255	106,879,736	26,964,519	20.1%
Tri-State Tollway (I-294)/I-57 Interchange	43,352,645	55,353,037	(12,000,392)	-27.7%
Elgin O'Hare Western Access	95,555,543	53,109,119	42,446,424	44.4%
Illinois Route 53/120/Other Planning Studies	818,809	978,682	(159,873)	-19.5%
Move Illinois and CRP Subtotal	671,782,395.60	\$588,686,460	\$83,095,936	12.4%
"Other" Capital Projects	47,205,513	43,110,528	4,094,985	8.7%
Capital Program Subtotal	718,987,908.60	\$631,796,988	\$87,190,921	12.1%
Intergovernmental Agreement Reimbursements and Other Adjustments ⁽³⁾	-	(11,819,640)	11,819,640	N/A
Total Capital Program Expenditures	\$718,987,909	\$619,977,348	\$99,010,561	13.8%

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

⁽²⁾ Capital Program Actual included \$110,774,744 in work completed for which payments have not been made as of December 31, 2013.

⁽³⁾ Intergovernmental Agreement Reimbursements were for work performed in prior periods.

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ILLINOIS TOLLWAY				
2012 Actual vs. 2013 Unaudited Actual				
Fourth Quarter Ending December 31st				
	4TH QUARTER		Variance	
	2012	2013	\$	%
REVENUE				
Toll Revenue and Evasion Recovery	\$241,989,119	\$250,039,682	\$8,050,563	3.3%
Concessions	560,271	568,566	8,295	1.5%
Investment Income	491,278	146,719	(344,559)	-70.1%
Miscellaneous	1,241,071	6,320,031	5,078,960	409.2%
Total Revenue	\$244,281,738	\$257,074,998	\$12,793,260	5.2%
Maintenance and Operations (M and O) Expenditures				
Payroll and Related Costs	\$37,330,549	\$39,587,518	(\$2,256,968)	-6.0%
Group Insurance	7,560,930	7,825,878	(264,948)	-3.5%
Contractual Services	14,164,048	15,619,202	(1,455,154)	-10.3%
Materials/Operational Supplies/Other Expenses	2,201,116	3,730,769	(1,529,653)	-69.5%
Utilities	2,083,096	2,155,139	(72,043)	-3.5%
All Other Insurance	2,272,206	2,594,871	(322,664)	-14.2%
Parts and Fuel	2,438,078	2,241,341	196,737	8.1%
Equipment/Office Rental and Maintenance	3,454,429	3,915,165	(460,735)	-13.3%
Professional Development	194,771	258,507	(63,736)	-32.7%
Recovery of Expenses	(339,385)	(405,426)	66,041	19.5%
Total Maintenance and Operations Expenditures	\$71,359,838	\$77,522,962	(\$6,163,125)	-8.6%
Net Revenue				
Revenue Less M and O Expenditures	\$172,921,901	\$179,552,036	\$6,630,135	3.8%
Debt Service Transfers				
Existing Debt	\$61,865,787	\$71,819,671	(\$9,953,884)	-16.1%
New Debt	-	6,250,000	(6,250,000)	N/A
Total Debt Service Transfers	\$61,865,787	\$78,069,671	(\$16,203,884)	-26.2%
Net Revenue Less Debt Service Transfers	\$111,056,114	\$101,482,365	(\$9,573,749)	-8.6%

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ILLINOIS TOLLWAY				
2012 Actual vs. 2013 Unaudited Actual				
Fourth Quarter Ending December 31st				
	4TH QUARTER		Variance	
	2012	2013	\$	%
Capital Program				
Tri-State Tollway (I-94/I-294/I-80)	\$30,104,607	\$5,250,821	\$24,853,785	83%
Reagan Memorial Tollway (I-88)	11,211,259	225,591	10,985,668	98%
Jane Addams Memorial Tollway (I-90)	47,836,939	88,215,291	(40,378,351)	-84%
Veterans Memorial Tollway (I-355)	1,554,089	9,198,387	(7,644,298)	-492%
Open Road Tolling (ORT)	236,883	(111,244)	348,127	147%
Systemwide Improvements	19,666,155	39,026,978	(19,360,823)	-98%
Tri-State Tollway (I-294)/I-57 Interchange	3,332,428	23,634,653	(20,302,225)	-609%
Elgin O'Hare Western Access	4,220,000	21,886,335	(17,666,335)	-419%
Illinois Route 53/120/Other Planning Studies	-	836,077	(836,077)	N/A
Move Illinois and CRP Subtotal	118,162,360.56	\$188,162,890	(\$70,000,530)	-59%
"Other" Capital Projects	11,938,376	16,737,022	(4,798,645)	-40%
Capital Program Subtotal	130,100,736.84	\$204,899,912	(\$74,799,175)	-57%
Intergovernmental Agreement Reimbursements and Other Adjustments ⁽¹⁾	(584,238)	(1,992,570)	1,408,331	-241%
Total Capital Program Expenditures	129,516,498.35	\$202,907,342	(\$73,390,844)	-57%

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

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ILLINOIS TOLLWAY				
2012 Actual vs. 2013 Unaudited Actual				
	2012	2013	Variance	
			\$	%
REVENUE				
Toll Revenue and Evasion Recovery	\$954,988,924	\$997,372,660	\$42,383,736	4.4%
Concessions	2,272,864	2,305,563	32,698	1.4%
Investment Income	1,389,324	866,081	(523,244)	-37.7%
Miscellaneous	5,103,865	9,231,579	4,127,714	80.9%
Total Revenue	\$963,754,977	\$1,009,775,882	\$46,020,905	4.8%
Maintenance and Operations (M and O) Expenditures				
Payroll and Related Costs	\$145,215,025	\$150,273,226	(\$5,058,201)	-3.5%
Group Insurance	27,600,963	28,637,217	(1,036,255)	-3.8%
Contractual Services	42,708,314	50,923,542	(8,215,229)	-19.2%
Materials/Operational Supplies/Other Expenses	5,835,070	7,296,369	(1,461,298)	-25.0%
Utilities	6,153,006	6,340,936	(187,930)	-3.1%
All Other Insurance	7,845,093	12,664,099	(4,819,005)	-61.4%
Parts and Fuel	6,604,400	7,607,909	(1,003,509)	-15.2%
Equipment/Office Rental and Maintenance	12,418,632	15,137,525	(2,718,893)	-21.9%
Professional Development	784,018	889,804	(105,786)	-13.5%
Recovery of Expenses	(2,105,323)	(2,258,195)	152,872	7.3%
Total Maintenance and Operations Expenditures	\$253,059,198	\$277,512,432	(\$24,453,234)	-9.7%
Net Revenue				
Revenue Less M and O Expenditures	\$710,695,780	\$732,263,450	\$21,567,671	3.0%
Debt Service Transfers				
Existing Debt	\$242,294,540	\$279,055,906	(\$36,761,366)	-15.2%
New Debt	-	15,625,000	(15,625,000)	N/A
Total Debt Service Transfers	\$242,294,540	\$294,680,906	(\$52,386,366)	-21.6%
Net Revenue Less Debt Service (Coverage)	\$468,401,240	\$437,582,544	(\$30,818,696)	-6.6%

Quarterly Financial Review December 31, 2013

ILLINOIS TOLLWAY				
2012 Actual vs. 2013 Unaudited Actual				
	2012	2013	Variance	
			\$	%
Capital Program				
Tri-State Tollway (I-94/I-294/I-80)	\$98,853,320	\$41,722,711	\$57,130,610	58%
Reagan Memorial Tollway (I-88)	60,515,351	7,695,093	52,820,257	87%
Jane Addams Memorial Tollway (I-90)	89,264,702	298,919,168	(209,654,465)	-235%
Veterans Memorial Tollway (I-355)	2,287,658	20,937,849	(18,650,191)	-815%
Open Road Tolling (ORT)	1,395,284	3,091,065	(1,695,781)	-122%
Systemwide Improvements	67,449,911	106,879,736	(39,429,825)	-58%
Tri-State Tollway (I-294)/I-57 Interchange	9,725,726	55,353,037	(45,627,311)	-469%
Elgin O'Hare Western Access	6,166,597	53,109,119	(46,942,522)	-761%
Illinois Route 53/120/Other Planning Studies	-	978,682	(978,682)	N/A
Move Illinois & CRP Subtotal	\$335,658,548	\$588,686,460	(\$253,027,911)	-75%
"Other" Capital Projects	36,851,813	43,110,528	(6,258,715)	-17%
Capital Program Subtotal	\$372,510,361	\$631,796,988	(\$259,286,627)	-70%
Intergovernmental Agreement Reimbursements and Other Adjustments ⁽¹⁾	(21,019,254)	(11,819,640)	(9,199,614)	44%
Total Capital Program Expenditures	351,491,107	\$619,977,348	(\$268,486,241)	-76%

⁽¹⁾ Intergovernmental Agreement Reimbursements were for work performed in prior periods, and Other Adjustments were accounting adjustments made year-to-date.